MARVEL

the AMAZING SPIDER-MAN®

THE COMPLETE BEN REILLY EPIC BOOK 4

the AMAZING SPIDER-MAN

THE COMPLETE BEN REILLY EPIC

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the AMAZING SPIDER-MAN

THE COMPLETE BEN REILLY EPIC

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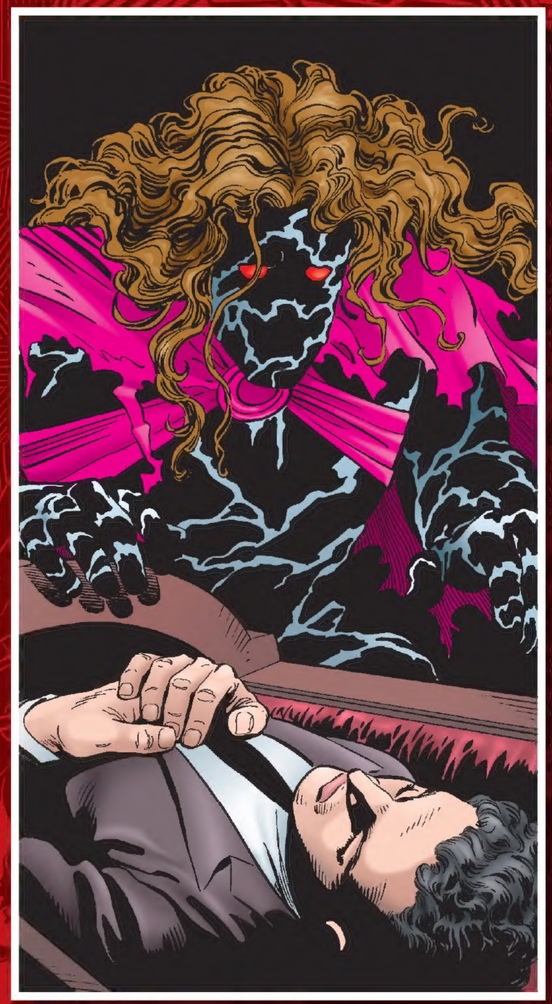

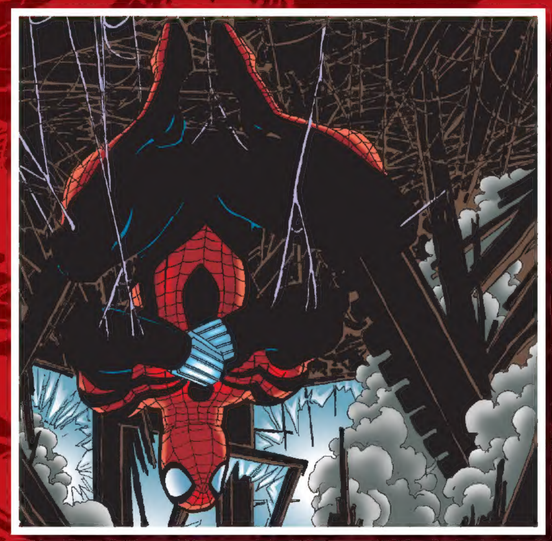

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MARVEL COMICS

SPIDER-MAN

MAY '96 4

THE SENSATIONAL SPIDER-MAN

APPROVED BY THE COMICS CODE AUTHORITY

BLOOD BROTHERS

PART 1 OF 6

EXPOSED!

STAN LEE PRESENTS:

SHOOTING SPIDER-MAN

His given name is **Peter Parker.** While in high school, he was bitten by a radioactive spider and endowed with amazing powers, which he has since used to protect the innocent and battle evil. Now he calls himself **Ben Reilly,** and as a costumed crimefighter, he continues his crusade... for he understands that with great power comes great responsibility!

PARKER, THIS PHOTO IS SIMPLY --

-- SENSATIONAL! SPIDER-MAN

-- WILL BE DONE FOR ONCE I PRINT THIS!

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FLYING PETER BACK HERE FROM PORTLAND WAS A GREAT DECISION, JONAH! THE MAN CAN STILL DELIVER!

I NEVER DOUBTED THAT, ROBBIE! PETER'S AFFILIATION WITH THE DAILY BUGLE IS ONE OF MY PROUDEST ACCOMPLISHMENTS!

IT IS?

OF COURSE! ONLY YOU, WITH YOUR MAGNIFICENT TALENT, COULD HAVE CAPTURED SPIDER-MAN --

-- AND THAT SKELETON HE ***STOLE*** FROM THE MORGUE ON FILM!

HERE IS YOUR FEE, MY BOY.

TRY NOT TO SPEND IT ALL IN ONE PLACE!

JONAH, THIS AMOUNT...

HEY! YOU PROMISED ME ***THREE TIMES*** THIS AMOUNT FOR A PICTURE OF SPIDER-MAN!

I'VE HAD TO DEDUCT ***EXPENSES,*** PARKER!

YOU ***ARE*** STAYING IN THE MOST LUXURIOUS HOTEL NEW YORK HAS!

BUT... WE HAD AN AGREEMENT!

ON YOUR WAY, PARKER! YOUR FLIGHT TO PORTLAND LEAVES IN AN HOUR!

MAYBE THE DAILY GLOBE WOULD PAY MORE FOR THIS PHOTO!

THE GLOBE?! WE HAD AN AGREEMENT, PARKER!

FOR ***THREE TIMES*** THE MONEY YOU'RE PAYING! ***PLUS*** EXPENSES --

-- AND I'M ADDING ON ANOTHER ***FOUR DAYS*** AT THE ***RITZ!***

OUTRAGEOUS!

SO LONG, JONAH! I CAN STILL MAKE IT TO THE GLOBE!

PETER, OLD FRIEND, YOU WIN! I'LL ***DOUBLE*** THE AMOUNT!

TRIPLE!

YOU'RE NOT A PHOTOGRAPHER! YOU'RE A ***BANDIT!***

SEE YA!

YOU WIN! TRIPLE!

AND THE HOTEL?

I'LL DO IT! IT'S WORTH EVERY PENNY IF I CAN HANG THAT INFERNAL WALL-CRAWLER!

I'VE HIRED A FORENSIC SPECIALIST WHO WILL RECONSTRUCT THAT SKELETON ONCE I GET MY HANDS ON IT.

THEN WE'LL GET TO THE BOTTOM OF ALL THIS!

OH, NO! BEN AND I THOUGHT THAT WE'D GET JONAH OFF OUR BACKS BY GIVING HIM THAT PHOTO!

OUR PROBLEM ISN'T SOLVED -- IT'S WORSE! WE HAVE TO DO SOMETHING WITH THAT SKELETON!

THE DAILY GRIND COFFEE BAR...

HERE YOU GO, DESIREE. ONE CAPPUCCINO MIXED FROM OUR SPECIAL BLEND ESPECIALLY WITH ***YOU*** IN MIND.

HOW'S ***PHYSICS CLASS*** GOING?

UGH! YOU HAD TO BRING THAT UP!

BEN, HOW ABOUT GOING BACK TO MY PLACE...

GEE, DES, I'M FLATTERED, BUT --

...AND HELPING A POOR, STRUGGLING STUDENT ***STUDY*** FOR HER ASTRONOMY MID-TERM?

STUDY? *Um,* YEAH... I COULD HELP YOU. LET ME FINISH UP HERE FIRST.

I'LL BE WAITING.

I THINK I MADE THE RIGHT DECISION IN HIRING YOU, BENJAMIN! IT SOUNDS SEXIST --

-- BUT YOU ***DO*** SEEM TO KEEP THE LADIES HAPPY!

I GOT A LETTER FROM THE SOCIAL SECURITY OFFICE SAYING YOUR NUMBER WAS INCORRECT!

ANY IDEA WHAT'S WRONG?

Um... I MUST'VE FILLED OUT THE APPLICATION WRONG!

STRANGE... I THOUGHT MY PAL ***SEWARD*** WENT INTO THE GOVERNMENT COMPUTERS AND ESTABLISHED MY CREDENTIALS AS ***BEN REILLY.***

I'LL REDO THE FORM TOMORROW.

GOOD! I HATE TROUBLE WITH MY EMPLOYEES!

MAYBE NOT QUITE AS HAPPY AS YOU THINK, ***SHIRLEY,*** BUT THANKS!

WE DO HAVE ONE PROBLEM I'D LIKE TO SPEAK TO YOU ABOUT.

AND ***I HATE*** WHEN PEOPLE ***DODGE*** ME FOR DAYS ON END!

JESSICA?!

ADMIT IT, BEN! WE HAVEN'T SEEN EACH OTHER IN ***DAYS!***

EITHER YOU'RE HIDING FROM ME --

-- OR YOU'VE BEEN LIVING A ***SECRET LIFE!*** WHICH IS IT?

NEITHER. IT'S JUST A... REAL BUSY TIME OF YEAR!

Far as she's concerned, she's joking. But she also happens to be RIGHT. I HAVE been hiding from her.

She doesn't know that I discovered her father was the burglar... the man who killed my Uncle Ben!

Gotta act natural... like nothing's wrong!

Desiree's gonna have to ace that test on her own.

MY WORK SHIFT IS OVER. LET'S GO FOR A WALK.

I'LL MAKE YOU A DEAL --

SEE **LAST ISSUE** – Uncle Bob.

-- I'LL GO WITH YOU, BUT ***YOU*** HAVE TO LET ***ME...***

... BUY YOU DINNER! EITHER WAY, YOU WIN!

What a mess! I was on the verge of really falling for Jessica --

-- but then found THIS out! SHE might care about me --

-- but she HATES Spider-Man!

EARTH TO BEN! EARTH TO BEN! ARE YOU THERE?

I remember it like it happened yesterday! I had just gotten my powers and tried making some cash by going on TV as Spider-Man! I stepped aside and let some small-time, two-bit crook escape!

That mistake has haunted me forever!

That lousy, stinking crook ended up KILLING my Uncle Ben during a robbery!

When I finally apprehended the creep, I knew the world needed a Spider-Man--

--to catch every other piece of scum like him!

But I never KNEW he had a daughter!

What do I do now? Dump her?

Especially since she doesn't seem to know how EVIL her father really was!

JESSIE, WE HAVE TO TALK ABOUT YOUR *FATHER!*

WHY DO YOU KEEP BRINGING *HIM* UP? HE DOESN'T HAVE ANYTHING TO *DO* WITH US!

HE ***DOES,*** JESS! THERE'S SOMETHING ABOUT HIM AND HIS BACKGROUND THAT HAS A PROFOUND IMPACT ON YOU!

AND THAT, IN TURN, IMPACTS ON US!

LOOK, I DON'T WANT --

I'M ONLY TRYING TO HELP! TELL ME MORE ABOUT HOW YOUR FATHER DIED!

ALL RIGHT, ALL RIGHT!

LIKE I ALREADY TOLD YOU --

-- THIS OLD MAN NAMED ***PARKER*** MISTOOK MY DADDY FOR A BURGLAR AND CAME AT HIM WITH A GUN. IN THE STRUGGLE, THE GUN WENT OFF AND THE OLD MAN ***DIED.*** DADDY WAS WRONGLY CONVICTED OF ***MURDER!***

WELL, MY DADDY ALWAYS TOLD ME IT WAS SPIDER-MAN WHO CAPTURED HIM AND PLANTED THE EVIDENCE THAT MADE HIM LOOK GUILTY!

A FEW YEARS LATER, WHEN MY DADDY HAD BEEN RELEASED FROM PRISON, HE WAS TRYING TO CARVE HIMSELF OUT A NEW AND STRAIGHT LIFE!

BUT SPIDER-MAN HUNTED HIM DOWN! HE CAUGHT DADDY IN A WAREHOUSE AND BEAT HIM --

-- AND FINALLY ***STRANGLED*** HIM TO DEATH!

THE CORONER CALLED IT A HEART ATTACK -- BUT I'M SURE THAT WAS A FAVOR TO PROTECT ***SPIDER-MAN!***

"THE WORLD SHUNNED MY FATHER, BEN.

"TWO PEOPLE ATTENDED HIS BURIAL. ME AND THE PRIEST!

"MY DADDY LOVED ME. HE ALWAYS DID HIS BEST TO CARE FOR ME SINCE I WAS A LITTLE GIRL. BUT ONCE SPIDER-MAN THREW HIM IN JAIL --

"-- I WAS SHUTTLED FROM ONE FOSTER HOME TO THE NEXT.

"IF DADDY HADN'T DIED, WE WOULD HAVE LIVED A GREAT LIFE TOGETHER!

"BUT SPIDER-MAN RUINED EVERYTHING!"

AS A RESULT, I KEPT ON BOUNCING AROUND UNTIL I WAS OLD ENOUGH TO LIVE ON MY OWN!

YOU CAN'T BELIEVE -- I MEAN, THE PAPERS SAY SPIDER-MAN IS A ***GOOD GUY!***

NOT ***ALL*** THE PAPERS! JONAH JAMESON HAS THAT ***BUG*** PEGGED GOOD!

I CAN'T --

THE POLICE! MUST BE SOME SERIOUS TROUBLE GOING DOWN!

A S.W.A.T. VAN ,TOO! THIS MUST BE REALLY SERIOUS!

BEN, THE WAY YOU'RE ACTING, IF I DIDN'T KNOW ANY BETTER --

-- I'D THINK YOU WERE A *COP* OR SOMETHING!

Worse than that. I'm the guy you hate. SPIDER-MAN!

And right now it looks like SPIDEY is needed!

A PHONE! I'VE GOT TO FIND A PHONE!

A PHONE? WHAT ON EARTH DO YOU NEED ***THAT*** FOR?

I TOTALLY FORGOT TO TELL SHIRLEY THAT I -- I'LL BE ARRIVING LATE FOR WORK TOMORROW! WAIT RIGHT HERE --

-- AND I'LL BE BACK IN A ***FLASH!***

WAIT? WHY CAN'T I COME WITH YOU?

Um, WELL, IT'S ***SAFE*** HERE! BE RIGHT BACK!

Well, that was LAME!

I'll have to work on those snappy, customized lines designed to protect a secret identity!

No WONDER Peter married MJ!

WAIT? HARDLY!

I'VE GOT MY CAMERA AND THIS IS A *PHOTO OP!*

MOVE IT! EVERY-BODY INTO POSITION -- *DOUBLE TIME!*

EXCUSE ME, OFFICER! CAN YOU TELL ME WHAT THE TROUBLE IS HERE?

HOSTAGE SITUATION IN A JEWELRY STORE. BUT IF YOU THINK I'M LETTING YOU GET CLOSE ENOUGH TO TAKE PICTURES YOU'RE *WRONG!*

OKAY, OKAY...

SO I'LL FIND ANOTHER VANTAGE POINT TO SHOOT FROM! AND THEN --

-- *IT'S HIM!*

PA

SPIDER-MAN!

ONE SIDE, BOYS 'N' GIRLS!

TIME FOR YOUR FAVORITE NEIGHBORHOOD *SPIDER-MAN* --

-- TO GO SHOPPING!

PLEASE TAKE WHATEVER YOU WANT! ***DON'T SHOOT!***

SHUT YOUR TRAP, POPS. YOU BET YOUR BUTT WE'RE GONNA TAKE EVERYTHING WE WANT --

-- AND MAYBE SHOOT A FEW OF YOU LOSERS FOR ***FUN!***

HI! I'M LOOKING FOR A VERY SPECIAL NECKLACE! YOU KNOW --

Huh?

SKRASH

-- THE KIND THAT CLASPS IN THE ***BACK!***

UHF!

SPIDER-MAN?! WHAT'S HE DOIN' HERE?

WHO CARES? HE'S A BULLET SPONGE!

Uh-Uh! ACTUALLY, I'M ALLERGIC TO BULLETS...

...SO I ALWAYS TRY TO AVOID THEM!

MAKES FOR A HEALTHIER COMPLEXION THAT WAY!

NICE MASKS!

'COURSE, I ALWAYS HAVE BEEN FOND OF THE COVER-THE-WHOLE-HEAD LOOK!

BEHIND YOU, SIR!

MORE OF THEM?

WHAT ARE YOU GUYS, ANYWAY? A BASEBALL TEAM ON BREAK?

SPEAKING OF A BREAK...

CRAK

MAN, A HERO COULD GET SORE KNUCKLES WORKING ON PUNCHING BAGS LIKE YOU!

THWIP

MIGHT AS WELL TAKE IT EASY --

-- AND LET MY WEBBING DO THE WALKING!

THWAP

BLEAAH! THIS STUFF TASTES *AWFUL!*

THWAP

HEY, LOSER, YOU'RE NOT SUPPOSED TO ***EAT*** IT! YOU'RE ONLY SUPPOSED TO LET ME BEAT YOU SENSELESS WITH IT!

INTERESTING IDEA THOUGH! EDIBLE WEBBING!

I MIGHT EVEN BE ABLE TO GET MY OWN BREAKFAST CEREAL!

BACK OFF, WALL-CRAWLER! YOU'RE GONNA LET ME WALK OUTTA HERE --

-- OR THIS LADY'S GONNA NEED THE BEST MORTICIAN IN TOWN TO GLUE HER FACE BACK TOGETHER!

EASY, FRIEND...

THIS IS MY BIG CHANCE TO SHOW *JAMESON* THAT I CAN TAKE SOME SHOTS WORTHY OF THE FRONT PAGE!

NO WAY WILL I LET SOME DUTY-BOUND ***BADGE*** STOP ME!

THIS TELEPHOTO LENS IS ***PERFECT*** FOR ZOOMING IN ON DISTANT ACTION!

OKAY, SPIDER-MAN! LET'S SEE --

-- IF YOU SCREW UP THAT POOR LADY'S LIFE AS BADLY AS YOU DID MINE!

HOLD YOUR FIRE! WE CAN'T RISK HITTING THE HOSTAGE!

YOU HEAR ME? I WANNA FREE TICKET OUTTA HERE ***NOW*** --

-- OR THIS CHICK'S BLOOD IS GONNA BE ALL OVER THE PAVEMENT!

LIKE I SAID, PAL. *EASY.*

Tricky situation. A gun-wielding maniac with a victim --

-- is every bit as dangerous as Hobgoblin or Kingpin.

The man who killed my Uncle Ben --

-- JESSICA'S FATHER --

-- proved that!

Have to lull him into a false sense of security --

-- until I can do THIS!

Have to move FAST! REALLY FAST!

THWIP

THWIP

HEY--!

THWAP

Oh, MY--!

STUPID MOVE, WEB-HEAD! THIS LADY *DIES*--

--NOW!

BLAMMMM

AHHH!

PLEASE PLEASEPLEASE LET ME LIVE!

Sometimes things DO work out for me.

The web did just what I expected! Plugged up the gun's barrel --

-- causing it to explode in his hand! And my web-shield --

-- protected the woman to perfection!

YOU OKAY, LADY?

I... I THINK SO! BUT MY NEW HAIRDO IS ***RUINED!*** WHO'S GOING TO PAY FOR THAT?

SEND THE BILL TO THE HUMAN TORCH IN CARE OF THE FANTASTIC FOUR! HE'LL BE ***GLAD*** TO COVER THE COST!

THANKS, SPIDEY! WE APPRECIATE THE HELP! ABOUT THAT SKELETON THING, THOUGH...

Q

BONS

NOT NOW, OKAY? I'VE GOT PLACES TO BE!

I'LL LOOK THE OTHER WAY FOR ***FIVE*** SECONDS. JUST THIS ONCE!

As soon as I get a chance, I've gotta return that skeleton to the morgue and get the cops off my back. Now that Peter and I have the Avengers' test results on it, we don't need it anymore.

In the meantime, I better get a couple of blocks away to change back to Ben --

-- before a less charitable cop spots me!

* SEE LAST ISSUE Bob

SPIDER-MAN'S ON THE MOVE! HAVE TO KEEP HIM IN FOCUS... SEE WHERE HE'S GOING!

Don't like changing clothes so close to the action but this is where I left 'em!

HE'S DROPPING INTO THE ALLEY? WHY?

This would be a whole lot easier if I had super-speed like that OTHER guy!

TOO MANY THINGS IN THE WAY! CAN'T SEE --

-- UNLESS I CAN FOCUS THROUGH THE FIRE ESCAPE AND ZOOM CLOSER --

NO! IT... CAN'T BE!

BEN!

Huh? THAT LOW-LEVEL BUZZ... ALMOST LIKE MY SPIDEY-SENSE?

SOMETHING'S WRONG!

BETTER CHECK IT OUT!

THAT PARKING RAMP A COUPLE OF BLOCKS AWAY!

IT'S *JESSICA!*

AND SHE'S GOT HER *CAMERA!*

Telephoto lens too! From the look on her face --

-- I don't have to be THE THINKER to figure out what she saw!

I NEVER SUSPECTED... NEVER *DREAMED!*

JESS, DON'T RUN AWAY! WE HAVE TO TALK!

PLEASE!

NO!

I HAVE NOTHING TO SAY TO YOU!

I KNOW HOW YOU FEEL ABOUT ME BUT I'M NOT AS BAD AS YOU THINK!

THINGS DIDN'T HAPPEN THE WAY YOU WERE TOLD! YOUR FATHER --

DON'T YOU DARE TALK ABOUT MY FATHER! I WON'T BELIEVE ANYTHING YOU SAY!

YOU'VE BEEN LYING TO ME ALL ALONG! YOU MADE ME TRUST YOU --

-- WHEN YOU KNEW HOW MUCH I HATED SPIDER-MAN!

I DON'T WANT TO SEE YOU... DON'T WANT TO TALK TO YOU --

-- EVER AGAIN!

BUT... WHAT ARE YOU...

Great.

Just GREAT.

THANKS FOR WARNING ME ABOUT JAMESON'S PLAN, PETER. BUT CONSIDERING THAT JESSICA KNOWS WHO I AM, BURYING THIS SKELETON ALMOST SEEMS LIKE A WASTE OF TIME!

UNTIL WE FIND OUT EXACTLY WHAT JAMESON IS UP TO, I THINK BURYING THE SKELETON IN A CORNER OF THIS OLD QUEENS CEMETERY IS OUR BEST OPTION.

IF JESSICA GIVES HIM THE PHOTO OF ME IN MY SPIDEY THREADS, HE WON'T ***NEED*** THE SKELETON!

MY FACE'LL BE ON EVERY FRONT PAGE IN THE ***COUNTRY!***

YOU HAVE TO TALK TO HER, BEN! REMEMBER THAT ***I*** WAS WEARING THE SPIDEY SUIT WHEN HER FATHER DIED!

HIS DEATH WAS AN ACCIDENT! HE HAD A ***HEART ATTACK!***

GEE, MAYBE ***YOU*** COULD TALK TO HER...

AND TELL HER THAT I'M A ***CLONE*** WHO FOUGHT HER FATHER? THAT WE'RE NOT COUSINS BUT THE SAME PERSON?

SOMEHOW, I DOUBT THAT WILL HELP.

SO MANY CLONES... SO MANY DEATHS.

BUT THEY WERE ALL ALIVE ONCE.

AT LEAST ONE OF THEM DESERVES A HALF-DECENT BURIAL.

GOOD POINT. AT LEAST WE'RE TAKING CARE OF THESE REMAINS, THOUGH.

THERE'S ONE OTHER THING WE ALL DESERVE! THE ***TRUTH!***

SINCE THE AVENGERS' TEST PROVED THIS SKELETON IS A CLONE OF PETER PARKER, WE CAN'T BE SURE WHO ***WE*** ARE ANYMORE, BEN!

SURE WE DO! SEWARD TRAINER'S TEST PROVED ***I'M*** THE REAL THING AND YOU'RE A CLONE OF ME!

SEE THE SPECTACULAR SPIDER-MAN #226 – Clone Bob

I REALIZE THAT'S DIFFICULT FOR YOU TO ACCEPT BUT--

TRAINER'S TESTS PROVED ***NOTHING!***

I NEVER DID TRUST HIM! HE WAS ***YOUR*** FRIEND, NOT MINE! IT WAS IN HIS BEST INTERESTS TO HAVE YOU BE REAL!

LIGHTEN UP, PARKER! IF YOU CALL TRAINER A LIAR, YOU MIGHT AS WELL CALL ***ME*** A LIAR AS WELL!

TRUST ME WHEN I SAY I DIDN'T ***RIG*** THE TEST!

HOW DO YOU KNOW SOMEONE ***ELSE*** DIDN'T?

HOW DO YOU KNOW SEWARD TRAINER IS EVERYTHING HE ***CLAIMED?***

I THINK YOU BETTER WAKE UP AND ***SMELL*** ALL THAT COFFEE IN THE DAILY GRIND, PAL! THIS SKELETON PROVES SOMETHING WEIRD IS GOING ON --

-- AND I'M GOING TO GET TO THE BOTTOM OF IT!

YOU MEAN ***WE,*** DON'T YOU?

NO! ME!

I'M WORKING ALONE THE REST OF THE WAY, BEN!

YOUR BLIND ALLEGIANCE TO SEWARD TRAINER --

-- IS BLINDING YOU TO THE TRUTH!

Great.

Just GREAT.

SO.

BEN REILLY IS REALLY THE PERSON I'VE HATED MORE THAN ANY OTHER IN THIS WORLD.

SPIDER-MAN.

THE MAN WHO KILLED MY FATHER.

TALK ABOUT AN OPPORTUNITY FOR REVENGE...

"Blood Brothers" continues in THE AMAZING SPIDER-MAN #411 next month in SENSATIONAL: THE MOLTEN MAN!

MARVEL COMICS

SPIDER-MAN

MAY '96 411

THE AMAZING SPIDER-MAN

BLOOD BROTHERS

PART 2 OF 6

PETER PARKER: MARKED FOR DEATH!

BAGLEY & MAHLSTEDT

DAILY BUGLE

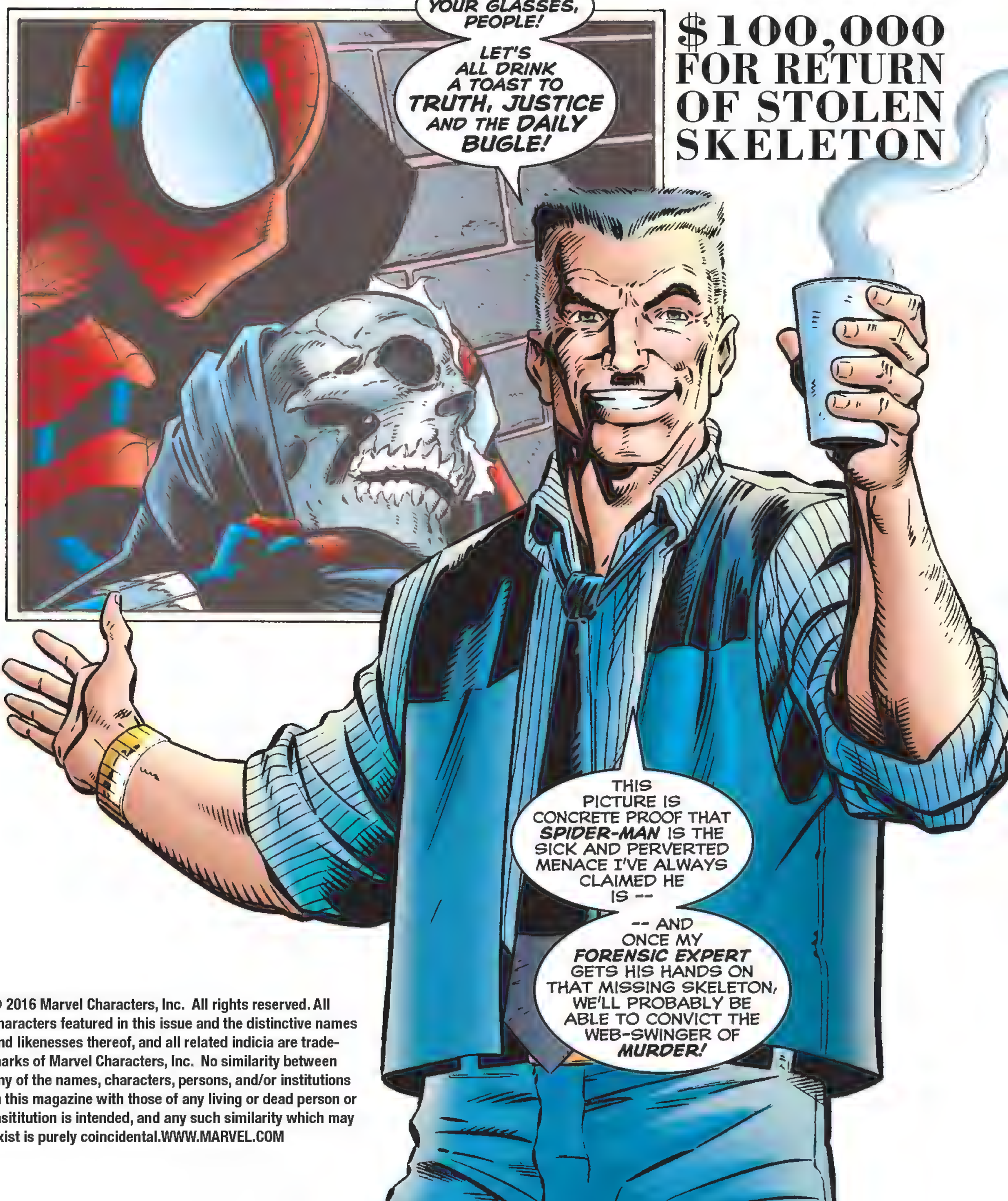
NEW YORK'S FINEST DAILY NEWSPAPER

GOTCHA!

SPIDER-MAN ROBS CITY MORGUE

STORY BEGINS PAGE 3

$100,000 FOR RETURN OF STOLEN SKELETON


RAISE YOUR GLASSES, PEOPLE!
LET'S ALL DRINK A TOAST TO TRUTH, JUSTICE AND THE DAILY BUGLE!
THIS PICTURE IS CONCRETE PROOF THAT SPIDER-MAN IS THE SICK AND PERVERTED MENACE I'VE ALWAYS CLAIMED HE IS --
-- AND ONCE MY FORENSIC EXPERT GETS HIS HANDS ON THAT MISSING SKELETON, WE'LL PROBABLY BE ABLE TO CONVICT THE WEB-SWINGER OF MURDER!

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DRINK UP! I WANT EVERYONE TO CELEBRATE!

THAT MISERABLE WALL-CRAWLING WEASEL IS FINALLY FINISHED IN THIS TOWN.

SOME CELEBRATION -- PAPER CUPS AND BLACK COFFEE FROM THE OFFICE URN!

YOU'D THINK THE OLD SKINFLINT COULD HAVE AT LEAST SPRUNG FOR A QUART OF LOW-FAT MILK!

HATE TO SPOIL THE FESTIVITIES, JONAH! I JUST GOT OFF THE PHONE WITH THE POLICE COMMISSIONER...

...FURIOUS IS A MILD WAY OF DESCRIBING HIS REACTION TO THAT $100,000 YOU POSTED FOR THE RETURN OF THE SKELETON WHICH SPIDER-MAN STOLE!

WHAT'S HIS PROBLEM, JOE?

HE'S AFRAID YOU'LL ATTRACT EVERY CRACKPOT AND WOULD-BE MERCENARY IN THE AREA --

-- AND, FRANKLY, I AGREE!

THIS STUNT WILL ONLY HAMPER THE ONGOING INVESTIGATION OF THE POLICE!

THAT ISN'T MY INTENTION! I'M HOPING THE COPS ARE THE ONES WHO FIND THE SKELETON!

AFTER ALL, THEY CAN'T COLLECT THE REWARD!

ALL THIS PUBLICITY IS BOUND TO BOLSTER THE BUGLE'S CIRCULATION!

ESPECIALLY WHEN MY FORENSICS EXPERT RECONSTRUCTS THAT SKELETON TO DETERMINE EXACTLY WHAT HE LOOKED LIKE WHEN HE WAS ALIVE!

BACK TO WORK, EVERYONE! THIS ISN'T A NATIONAL HOLIDAY! YOU CAN FINISH YOUR COFFEE AT YOUR DESKS!

STAN LEE presents THE AMAZING SPIDER-MAN

A TALE FEATURING SPIDER-MAN

TARGETS!

BLOOD BROTHERS

PART 2 OF 6

WHEW! Almost missed that web-line!

DAY-DREAMING some thirty-odd stories above the ground could prove very HAZARDOUS to a web-swinger's health!

But I just can't get JESSICA out of my mind!

It was traumatic enough to learn that she's the daughter of the BURGLAR who murdered my Uncle Ben way back at the beginning of my career --

-- but she recently managed to snap a PICTURE of me while I was changing into my CIVILIAN IDENTITY!

She could tell the entire world that I'm BEN REILLY!

WRITTEN BY TOM DeFALCO

PENCILED BY MARK BAGLEY

INKED BY LARRY MAHLSTEDT AND AL MILGROM

COLORED BY BOB SHAREN

SEPARATED BY MALIBU'S HUES

LETTERED BY RICHARD STARKINGS AND COMICRAFT

EDITED BY RALPH MACCHIO

CHIEFED BY BOB HARRAS

For the past five years, my CLONE --

-- or at least the guy I THOUGHT was my clone --

-- has believed he was ME, and has been using my NAME!

Unfortunately, relations between me and PETE have gotten somewhat STRAINED recently...

...mainly because of my pal, SEWARD TRAINER!

My life already has enough COMPLICATIONS!

The truth is, even though I call myself REILLY, my real name is PETER PARKER!

To make matters worse, Seward has apparently VANISHED!

I was hoping to get a line on his disappearance --

-- by scoping out his GENETICS LAB this morning!

No such LUCK! The place is completely DESERTED --

-- and all of his SCIENTIFIC EQUIPMENT has been dismantled!

On the off-chance he eventually SENDS for these crates --

-- I waste a SPIDER-TRACER!

Seward was the only one who stood by me during my five LOST YEARS!

He helped me SURVIVE my darkest time!

It's now my responsibility to return the favor!

I've got to find him!

He wouldn't be missing unless he was in serious TROUBLE!

I kill a very frustrating HOUR or so --

-- confirming the FACT --

-- that I HAVEN'T got the slightest idea --

-- WHERE Seward could be hiding!

And then, realizing that I've got to get ready for work --

-- I head for my friendly neighborhood APARTMENT!

After being on the bum for five years, it is SOOOO very cool to have a PLACE I can finally call my own!

A place where I can RELAX, spread out my THINGS, and...

I'm due at the DAILY GRIND, and I just can't allow her to dominate my thoughts!

THAT TELEVISION --! It was a gift from JESSICA!

Jessica --!

NO! I won't think about her now!

I'll just switch into my civvies, and -- ODD! This place is really COLD this morning!

There's my landlady --!

She always tells me to report any problems, and so...

HEY, TILDE --!

HATE TO BOTHER YOU SO EARLY IN THE DAY, BUT THERE DOESN'T SEEM TO BE ANY *HEAT* IN MY APARTMENT.

NO *HEAT?*

NO *HEAT,* YOU SAY?

MAYBE THAT'S BECAUSE THERE WERE *NO FUNDS* TO BACK UP THAT *BUM CHECK* YOU GAVE ME FOR THE RENT!

WHOA! THERE'S GOTTA BE A *MISTAKE* --!

I'LL SAY THERE'S A *MISTAKE* -- AND I MADE IT -- WHEN I RENTED TO A *DEADBEAT* LIKE YOU!

I DON'T WANT TO HEAR ANY SAD *STORIES,* REILLY! COME UP WITH THE *CASH,* OR YOU'LL BE *OUT* ON YOUR BUTT!

TAKE IT *EASY,* TILDE! I PROMISE I'LL MAKE *GOOD!*

Talk about an unexpected development --!

I'd better hit the BANK on my way to work, and find out WHAT went wrong!

TRUST ME, MARY JANE... THERE'S NO ***MISTAKE!***

J. JONAH JAMESON WAS SO ***PLEASED*** WITH THAT PICTURE I SNAPPED OF BEN AND THE SKELETON, HE'S WILLING TO COVER OUR HOTEL EXPENSES UNTIL THE ***END*** OF THE WEEK --

-- AND HE'S ALREADY BOUGHT OUR RETURN FLIGHTS -- ***COACH,*** OF COURSE, BACK TO ***PORTLAND!***

LET'S TRY TO TRADE THOSE TICKETS FOR AN ***EARLIER*** FLIGHT, PETER!

MAYBE WE CAN EVEN LEAVE ***TONIGHT!***

YOU KNOW I CAN'T GO ***NOW,*** HONEY! BEN AND I RECENTLY LEARNED THAT THERE'S A GOOD POSSIBILITY THE SKELETON IS HIS ***ORIGINAL CLONE!***

BIG DEAL!

BIG DEAL?! IT CERTAINLY IS A BIG DEAL!

AS SHOWN IN ***SENSASIONAL SPIDER-MAN #3*** – *Ralf!*

DON'T YOU UNDERSTAND? ACCORDING TO THE TESTS WHICH BEN AND I RAN IN TRAINER'S LAB A FEW MONTHS AGO, ***I'M*** SUPPOSED TO BE THE CLONE!

THAT'S WHY I'VE GOT TO FIND SEWARD! HE MAY HOLD THE KEY TO THIS MYSTERY!

FORGET IT, PETER! IT ISN'T IMPORTANT!

I CAN'T, MARY JANE! ***I CAN'T!*** IF THAT SKELETON'S THE REAL CLONE... ***WHO AM I?!***

THE MAN I ***LOVE!***

YOU HAVE TO FACE ***FACTS,*** PETER. YOU LOST YOUR POWERS.

YOU CAN'T PLAY ***SUPER HERO*** ANYMORE!

BEN IS ***SPIDER-MAN.*** HE'S THE ONE WITH THE ***COSTUME...*** THE ONE WHO NOW SHOULDERS THAT GREAT ***RESPONSI-BILITY.***

YOU ONLY HAVE A DUTY TO ***ME...*** AND YOUR UNBORN ***CHILD!***

I TRUST YOU WILL FIND THESE ACCOMMODATIONS ***SUITABLE,*** DOCTOR TRAINER.

ALL OF THE RESOURCES OF THE ***MULTIVEX CORPORATION*** ARE AT YOUR DISPOSAL!

WHILE THIS ***ENVIRONMENTAL SUIT*** CERTAINLY HAS ITS ADVANTAGES, I CANNOT EXPRESS HOW EAGER I AM TO BEGIN THE ***REGENERATION PROCESS!***

ARE YOU ABSOLUTELY CERTAIN YOU CAN ***REPAIR*** MY DAMAGED BODY... ***REVIVE*** MY FADING HEALTH AND VITALITY... AND ***RESTORE*** ME TO MY PHYSICAL PRIME?!

I... I BELIEVE SO, SIR!

YOU HAD BETTER DO ***MORE*** THAN MERELY BELIEVE, MY FRIEND...

...YOU HAD BETTER ***DELIVER!***

FAILURE WILL NOT BE ***TOLERATED!***

I just can't tolerate another DILEMMA in my life!

My account has more than ENOUGH to cover Tilde's check, and I expect the BANK to stand up for me!

Ah... HERE'S THE PROBLEM, Mr. REILLY! THE IRS HAS FLAGGED YOUR ACCOUNT BECAUSE OF AN ANOMALY WITH YOUR SOCIAL SECURITY NUMBER!

SO, HOW DO I GET MY MONEY?

YOU DON'T, YOUNG MAN! NOT UNTIL THE IRS IS SATISFIED!

This is just GREAT! Seward established that number, and he's the only one who can fix it!

But I have a more pressing HASSLE now --!

With my assets frozen, my only hope of paying RENT --

-- is to ask my boss for an ADVANCE on my salary!

THE DAILY GRIND

AFTERNOON, SHIRLEY! I'LL BE BACK AS SOON AS I HANG MY JACKET.

T-THAT'LL BE FINE, BEN.

Is it my imagination... or are those two guys giving me the HAIRY EYEBALL?!

I wonder who they are --

-- and why SHIRLEY seems so nervous?!

UH-OH! I just noticed that I still have Jessica's SHOULDER BAG in my locker!

But I can't worry about HER now --!

EVERYTHING *COOL*, SHIRL? YOU LOOK A LITTLE *SHAKEN!*

Uh... WE HAVE TO *TALK*, BEN!

SOMETHING WRONG?

YOU BET, BLONDIE! THOSE TWO MUSCLE HEADS WERE *COPS*, AND THEY DIDN'T HAVE *NOTHIN'* GOOD TO SAY ABOUT YOU!

ENOUGH, DEVON! I...I'M SURE IT'S A CASE OF MISTAKEN IDENTITY!

WHA- WHAT'D THEY SAY, SHIRLEY?

THEY SHOWED ME A FILE... AND SAID YOU HAVE HAD A HISTORY OF VIOLENT, ERRATIC BEHAVIOR AGAINST EMPLOYERS!

IT'S A *LIE*, SHIRLEY!

PLEASE, BELIEVE ME--!

OKAY! YOU MADE A BELIEVER OUT OF ME, MARY JANE!

I KNEW YOU WOULDN'T REGRET BLOWING OFF THE DAY, PETER, TO GOOF AROUND WITH ME.

GRATEFUL WERE NOT DEAD

YOU AND I HAVE A REAL CHANCE TO LIVE HAPPILY EVER AFTER, TIGER!

IT DOESN'T MAKE A LOT OF SENSE FOR YOU TO KEEP PUTTING YOURSELF AT RISK!

I GET THE MESSAGE, PRETTY LADY!

NEIMAN MARCUS

MAYBE YOU'RE *RIGHT!* MAYBE IT'S FINALLY TIME THAT I LEFT THE HEROICS TO *BEN!*

YOU WON'T GET AN ARGUMENT FROM ME!

BRAMER TO CELL-12: TARGET IS ACQUIRED.

PREPARE TO INTERCEPT ON MY SIGNAL --!

ROB S

What a WACK JOB!

I can't believe some nameless nutcase is dishing DIRT on me!

Shirley is trying to be supportive, but I can't blame her if she bails! All her savings are tied up in the DAILY GRIND.

I barely know anyone in this town! Who'd have any reason to ruin me, or --

JESSICA!

HI, BEN!

I...I'VE COME FOR MY BAG, BEN.

IS THAT ALL YOU WANT?

YOU AND I HAVE SO MUCH TO DISCUSS... BUT I... I DON'T EVEN KNOW WHERE TO BEGIN.

THAT MAKES TWO OF US, LADY!

I...

I'LL CALL YOU LATER!

SURE!

SURE! AND I KNOW WHAT WILL HAPPEN LATER!

YOU'LL KEEP *NAGGING* AND *NAGGING* UNTIL I'M FORCED TO SURENDER!

MOI?!

I DON'T NAG. I'VE NEVER NAGGED.

RIGHT... AND I'VE NEVER HUNG FROM A CEILING!

MARY JANE, I REALLY THINK I WAS GETTING CLOSE TO FINDING *TRAINER*...

...LEARNING HIS CONNECTION TO *MULTIVEX*... AND UNRAVELING MY TRUE *ORIGIN!*

BUT LIKE YOU SAID EARLIER: *WHERE* I CAME FROM ISN'T NEARLY AS IMPORTANT AS WHERE I'M *GOING!*

AND MY FUTURE IS TIED TO *YOU* AND OUR *BABY!*

DOES THIS MEAN WHAT I THINK IT DOES?

I'LL SEE IF I CAN CHANGE OUR FLIGHTS AS SOON AS WE GET BACK TO THE HOTEL!

A MOMENT OF INTENSE BLISS AND INTIMACY!

Oh, *PETER* --!

FOLLOWED, AN INSTANT LATER --

WHOOSH

-- BY ABSOLUTE TERROR!

KWAK

WHAT THE -- ?!

W-WHO *ARE* YOU?

WHAT DO YOU *WANT?!*

QUIET DOWN, SONNY BOY! YOU LACK THE PROPER POSITIONING TO DEMAND ANSWERS!

BRAMER! ARE YOU ABSOLUTELY CERTAIN YOU CONFIRMED THE CORRECT TARGET?!

NARDI HAS GOT A POINT, CHIEF! NOBODY IN HIS RIGHT MIND HIRES A CYBERNETICALLY-ENHANCED MERC SQUAD LIKE ***CELL-12*** TO TAKE OUT TWO AVERAGE CIVILIANS!

IT ISN'T GOOD BUSINESS TO QUESTION THE MENTAL HEALTH OF OUR CLIENTS, ***ANDROS!***

BESIDES, WE WERE WARNED THAT THE MAN IS MUCH MORE ***POWERFUL*** THAN HE APPEARS!

WHATEVER! LET'S JUST GET TO IT! I'M HUNGRY, AND I DON'T WANT TO WASTE ANY UNNECESSARY TIME!

AT EASE, LASHER! I GIVE THE ORDERS HERE!

THIS MISSION HAS VERY STRICT PARAMETERS, AND I WON'T JEOPARDIZE THEM BECAUSE YOU'RE ANXIOUS TO FILL YOUR FACE!

LET MY WIFE *GO!* SHE'S PREGNANT, AND IT'S OBVIOUSLY *ME* YOU WANT!

SORRY, KID! WE ALL KNOW SHE'D HEAD FOR THE NEAREST PHONE, DIAL THE LOCAL LAW, AND -- *HEY!* NOBODY GAVE YOU PERMISSION TO DODGE THAT BLOW!

RUN, MARY JANE! RUN!

B-BUT, PETER --!

DON'T ARGUE! JUST GO --!

GO! GO!

LASHER --

I ALREADY SNAGGED HER, BRAMER!

CAREFUL YOU DON'T BIND HER TOO TIGHTLY WITH YOUR *CYBER-WHIPS!*

NEITHER SHE NOR HER CHILD IS TO BE *INJURED* AT THIS TIME!

THE MAN, HOWEVER, IS *OPEN GAME!*

KLANG

PWOK

SOMETHING'S WRONG HERE, CHIEF! THIS KID AIN'T NO PLAYER!

HE'S A PATSY!

WHOEVER HIRED THEM MUST HAVE BEEN AWARE OF MY SPIDER-POWERS! IF ONLY I STILL HAD THEM --!

AARGGH! FEELS LIKE I SLAMMED INTO A BRICK WALL!

WHY?! W-WHY ARE YOU DOING THIS?!

YOU'VE BEEN POKING YOUR NOSE IN PLACES IT DOESN'T BELONG, Mr. PARKER.

OUR CLIENT IS VERY ANNOYED WITH YOU, AND HE'S ASKED US TO EXPRESS HIS DISPLEASURE IN A MANNER YOU WILL BE UNABLE TO IGNORE!

CLOSE YOUR EYES, LADY! YOU DON'T WANT TO SEE WHAT COMES NEXT --!

DEAR GOD --!

NO! DON'T!

THEIR CLIENT KNOWS I USED TO BE THE WEB-SWINGER! HE KNOWS, BUT THAT'S HARDLY MY PROBLEM NOW --!

I'M POWERLESS... INCAPABLE OF DEFENDING MYSELF... AND ABOUT TO FACE THE WORST BEATING OF MY LIFE!

DOES PETER PARKER HAVE THE NECESSARY STRENGTH AND COURAGE... CAN HE EVEN HOPE TO SURVIVE... A POUNDING WHICH WAS INTENDED FOR THE AMAZING SPIDER-MAN?!

YOU PEOPLE WANNA *SURVIVE?* HERE'S A HINT...

KEEP YOUR MOUTHS *SHUT,* AND DON'T DO NUTHIN' *STUPID!*

I'LL TAKE THAT FANCY *NECKLACE,* LADY!

YA BROKE IT, YA MISERABLE WITCH --!

LEAVE HER *ALONE,* YOU MONSTER!

I WON'T ALLOW YOU TO *HARM* MY WIFE OR CHILD!

YOU ASKED FOR IT, HERO!

THIS OUGHTA *SHUT* YA UP!

THWIP

TSK *TSK* YOU'RE REAL LUCKY I HAPPENED TO BE PASSING OVERHEAD, PAL!

IN CASE YOU'VE FORGOTTEN, NEW YORK HAS REINSTATED THE *DEATH PENALTY!* PULLING THAT TRIGGER MIGHT HAVE EARNED YOU A *LETHAL JOLT* --

-- INSTEAD OF A GOOD OLD-FASHIONED *POP* IN THE JAW!

T-THAT WAS ***SPIDER-MAN --!***

W-WHY WOULD HE HELP ***US?*** ACCORDING TO THE ***DAILY BUGLE,*** HE'S SOME SORT OF ***GHOUL*** WHO'S WANTED BY THE POLICE!

I DON'T CARE WHAT THEY SAY, ***HE'S A HERO!***

A HERO --?!

Not me!

S'funny, I may be the real PARKER --

-- But Peter's still the one I think of as the real HERO!

Pete had the courage to MARRY the woman he loved --

-- and set up a REAL LIFE for himself!

-- sure, I may have hit a real BAD string of luck --

-- but I've wasted way too much time wallowing in SELF PITY!

I'm through focusing on MYSELF!

I swear I'm going to start using my power with greater responsibility, and finally become the hero that SPIDER-MAN should -- WHAT THE?!

My apartment... its been STRIPPED BARE!

Everything I own is GONE!

WAIT! There's something scrawled on the floor --!

WE KNOW WHO YOU ARE!!

Oh, maa-ann!

The hits just keep on coming!

Me, I'm just a pathetic clown who spends all my time obsessing about PERSONAL PROBLEMS --

-- when I should be out SAVING LIVES!

PLEASE, STOP!

YOU'RE KILLING HIM!

SPWAK

THIS IS STARTING TO GET NAUSEATING, BRAMER!

I'M A SOLDIER... NOT A SCHOOL-YARD BULLY!

YOU HAVE YOUR ORDERS, ANDROS!

Mr. PARKER MUST BE TAUGHT THE PENALTY FOR HIS INQUISITIVE NATURE --

-- AND IT IS OUR DUTY TO DISCOURAGE HIM FROM CONTINUING HIS MEDDLESOME WAYS!

SPWAK SPWAK

SPWAK SPWAK SPWAK

THAT WILL DO!

MOVE OUT, PEOPLE!

WE'RE FINISHED HERE!

YOU SURE --?!

I THINK HE'S STILL BREATHING!

This is GREAT!

Just GREAT!

I've lost everything except the clothes webbed to my back, and whatever's in my locker at --

-- THE DAILY GRIND?!

OHMIGOSH --!

I've got to get to the GRIND!

Whoever's lashing out at me must be aware of my JOB --

-- and may be even responsible for the phony evidence that brought the cops!

FASTER! Must move even faster!

Every moment is PRECIOUS!

Shirley and Devon could be in serious DANGER!

Only a very FEW know my secret identity!

One of them must be responsible...but WHO?!

It couldn't possibly be PETER or MARY JANE or SEWARD or...

JESSICA?! Can she hate Spider-Man that much?

Please don't let it be Jessica!

Only got one more BLOCK to go! I'm sure everything will be FINE, and everyone will be SAFE, and --

AW... NOOO!

The Daily C

BLOOD BROTHERS

CONTINUES IN SPIDER-MAN #68!

MARVEL COMICS

SPIDER-MAN®

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SPIDER-MAN

APPROVED BY THE COMICS CODE AUTHORITY

BLOOD BROTHERS

PART 3 OF 6

THIS AIN'T YOUR DADDY'S

HOBGOBLIN!™

JRJR

THE SMOKING RUINS OF THE MANHATTAN COFFEE HOUSE KNOWN AS THE DAILY GRIND.

THIS WAS WHERE HIS LIFE WAS SUPPOSED TO BEGIN ANEW

His given name is **Peter Parker.** While in high school, he was bitten by a radioactive spider and endowed with amazing powers, which he has since used to protect the innocent and battle evil. Now he calls himself **Ben Reilly,** and as a costumed crimefighter, he continues his crusade for he understands that with great power comes great responsibility!

STAN LEE PRESENTS:

SPIDER-MAN

IT WAS TO BE A JOURNEY BACK TO A SIMPLER TIME AND PLACE.

A TIME BEFORE HE WAS SPIDER-MAN...

...BEFORE THE JACKAL...

...BEFORE CLONES...

...BEFORE A FIVE YEAR EXILE FROM ALL THAT HE KNEW AND LOVED.

BUT HOW OFTEN CAN A MAN BE BEATEN DOWN...

...AND FIND THE FORCE OF WILL TO RISE FROM THE ASHES?

THE MAN, WHO CALLS HIMSELF **BEN REILLY,** IS ABOUT TO FIND OUT THE ANSWER TO THAT QUESTION.

BLOOD BROTHERS

PART 3 OF 6

INTO THE DEPTHS

HOWARD MACKIE/JOHN ROMITA, JR.
AL WILLIAMSON & AL MILGROM
STORY & ART

RICHARD STARKINGS AND COMICRAFT
LETTERING

KEVIN TINSLEY
COLORIST

MALIBU'S HUES
ENHANCEMENT

RALPH MACCHIO
EDITOR

BOB HARRAS
EDITOR-IN-CHIEF

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Who is doing this to me?

Who knows that Ben Reilly is Spider-Man? Knows where I work? Where I live?

And WHO is willing to take it all away from me?

And why did they have to hurt Shirley to get to me?

SO, Mrs. WASHINGTON, YOU DON'T RECALL ANYTHING UNUSUAL ABOUT THIS BEN REILLY?

ANY ARGUMENTS LATELY? ANYTHING STRANGE ABOUT HIM? A BAD TEMPER, MAYBE?

NO... I TOLD YOU... NOTHING.

BEN HAS BEEN AN EXEMPLARY EMPLOYEE.

YOU THINK BEN HAD SOMETHIN' TO DO WITH TORCHING MY MOM'S PLACE?

SON, OUR RECORDS SHOW THAT Mr. REILLY HAS A HISTORY OF LASHING OUT AGAINST HIS EMPLOYERS THIS WAY. SORRY.

NO!

Shirley believes them!

She thinks I did it!

She trusted me... helped me when no one else would...

...gave me a job...

...helped me find an apartment...

...helped me start pulling my life together.

And now someone is trying to pull it all down...

...piece by piece.

I'm going to find out who it is that's setting me up...

...and when I do...

ELSEWHERE...

I WANT YOU OUT OF HERE NOW, MARY JANE!

JUST LEAVE!

PLEASE... JUST LEAVE ME.

YEAH... SURE... MAYBE LATER... NOW SIT DOWN WHILE I CHANGE YOUR BANDAGES.

PLEASE... THE ONES THAT ATTACKED ME LAST NIGHT*... THEY COULD COME BACK.

THEY'RE NOT COMING BACK, PETER.

NOW PLEASE... SIT DOWN AND LET ME CHANGE YOUR BANDAGES.

* SEE AMAZING SPIDER-MAN #411 – Amazing Ralf

I NEVER THOUGHT I'D MISS BEING SPIDER-MAN...

...NEVER THOUGHT I'D HAVE ANY NEED FOR THE POWERS.

WHEN I LOST THEM BACK IN PORTLAND*, I THOUGHT IT WAS THE ANSWER TO OUR DREAMS.

* IN SPIDER-MAN: THE FINAL ADVENTURE #4 – Finally Ralf

NO MORE SPIDER-MAN... NO MORE RESPONSIBILTY.

JUST YOU, ME AND OUR CHILD LIVING HAPPILY EVER AFTER.

BUT THEN THE DREAM TURNED INTO A NIGHTMARE.

I THOUGHT THE TRIP BACK TO NEW YORK WOULD BE EASY.

GET IN TOUCH WITH BEN, CHECK OUT THE SKELETON IN THE SPIDER-MAN COSTUME THAT WAS FOUND IN THE JACKAL'S OLD LAB...

...AND PUT IT ALL BEHIND US.

BUT THE SKELETON THING GOT MORE COMPLICATED THAN I'D EVER IMAGINED...

...BEN AND I ARE ON THE OUTS...

...AND SOME SUPER-POWERED THUGS CALLING THEMSELVES ***CELL-12*** DECIDED TO THROW ME A BEATING.

AND I COULDN'T DO A THING ABOUT IT, MARY JANE.

I WANTED TO.

MY REFLEXES WERE SCREAMING OUT TO LAUNCH INTO ALL THE OLD SPIDER-MOVES, BUT...

...WHILE THE SPIRIT WAS WILLING...

...THE BODY WAS UNABLE TO RESPOND.

AND THE THING THAT HURTS MOST OF ALL IS THAT IT IS ALL SO REMINISCENT OF WHEN I WAS A KID.

PUNY PETER PARKER.

MOVING TARGET FOR EVERY BULLY IN THE SCHOOLYARD.

AND I'M AS HELPLESS NOW AS I WAS THEN.

I CAN HANDLE SOMETHING MAYBE HAPPENING TO *ME*, BUT...

...IF ANYTHING HAPPENED TO YOU OR OUR UNBORN CHILD...

...IF I COULDN'T PROTECT YOU... AND SOMETHING HAPPENED TO YOU... TO OUR BABY... BECAUSE OF ME...

PETER! PETER, LOOK AT ME!

NOTHING HAPPENED.

NOTHING WILL.

I PROMISE.

WE CAN LEAVE NEW YORK... TONIGHT, IF YOU WANT... GO BACK TO OUR LIFE.

THERE ARE STILL SO MANY UNANSWERED QUESTIONS... THINGS I'VE GOT TO KNOW.

THEN, PETER, WHATEVER YOU DECIDE... WHATEVER YOU HAVE TO FACE...

...YOU'RE DOING IT WITH ME.

ON THE OTHER SIDE OF TOWN...

...WALKS A WOMAN WITH MUCH ON HER MIND.

JESSICA CARRADINE'S YOUNG LIFE IS ONE FILLED WITH PASSION AND PAIN.

FOR AS LONG AS SHE CAN REMEMBER SHE HAS BEEN OBSESSED WITH A BURNING HATRED OF SPIDER-MAN, WHOM SHE HOLDS RESPONSIBLE FOR SO MUCH THAT HAS BEEN WRONG IN HER LIFE... AND FOR HER FATHER'S DEATH.

BUT, RECENTLY, SOMEONE HAS ENTERED HER LIFE WHO HAS DISTRACTED HER FROM HER OBSESSION...

...GIVEN HER REASON TO LOVE INSTEAD OF HATE.

SHE HAS KNOWN HIM AS BEN REILLY...

...BUT, SEVERAL NIGHTS AGO, SHE CAUGHT HIM ON FILM...

...AND NOW SHE KNOWS HIM AS SPIDER-MAN.

Oh, BEN... WHAT AM I GOING TO DO?

I NEVER MEANT FOR THIS TO HAPPEN.

MY RELATIONSHIP WITH HIM IS THE BEST THING THAT HAS HAPPENED TO ME IN YEARS.

I COULD RUIN YOU WITH THIS PICTURE.

IT'S WHAT I ALWAYS WANTED...

...BUT I CARE FOR YOU.

AND I CAN'T DO IT.

SPIDER-M -- er, BEN?!

HOW DID YOU..?

YOU REALLY SHOULD LOCK YOUR WINDOWS... THIS CITY IS DANGEROUS.

LOOK, BEN, WE'VE GOT TO TALK.

YEAH, WE DO!

I DON'T KNOW WHAT YOU THINK YOU'RE DOING, BUT IT ENDS... *TODAY!*

YOU'RE GOING TO CALL OFF WHOEVER IT IS THAT YOU SENT AGAINST ME TO DESTROY MY LIFE...

...AND YOU'RE GOING TO WALK AWAY.

BEN, I DON'T KNOW WHAT YOU'RE TALKING ABOU --

STOP, JESS! JUST STOP!

NO MORE LIES! NO MORE DECEPTIONS!

I'M SORRY ABOUT HOW TOUGH YOUR LIFE HAS BEEN, AND I'M SORRY ABOUT WHAT HAPPENED TO YOUR FATHER.

BUT IT WASN'T MY FAULT!

YOUR FATHER WAS THE ***BURGLAR*** WHO KILLED MY UNCLE.

AND HE SCREWED UP BOTH OF OUR LIVES FOREVER.

DON'T YOU TALK ABOUT ***MY*** FATHER! ***YOU*** DIDN'T KNOW HIM!

I'M DONE TALKING, JESSICA.

JUST STAY OUT OF MY LIFE.

A SHORT TIME LATER...

NOW there's almost no one I can turn to... no one I can trust anymore.

The one person I DO trust... with my life... is missing.

And I can't help but think his disappearance has got something to do with all the garbage that's coming down on my life right now.

If I were to blame for something happening to SEWARD...

After all he's done for me over the past five years... pulling me out of the lowest period of my life... being a friend... I'd be devastated!

I've got to to find him.

The spider-tracer I planted on his equipment as it was being moved the other night will lead me right to him.

But before I do that... there's something I've got to get off my chest.

SEE AMAZING SPIDER-MAN #411 - Ralf

THOK THOK

BEN?

THIS ISN'T *REALLY* A GOOD TIME.

THIS WON'T TAKE LONG.

I JUST WANTED TO TELL YOUR HUSBAND THAT I'VE GOT A LEAD ON SEWARD. I'M GOING TO FIND HIM... I'M GOING TO GET THE TRUTH... AND I'M GOING TO DO IT ***MY*** WAY.

I'M GOING TO PROVE TO PETER, ONCE AND FOR ALL, THAT SEWARD DIDN'T INTERFERE WITH THE TEST RESULTS.

AND THAT ***I AM*** THE REAL PETER PARKER.

I DON'T DOUBT IT, BEN, BUT...

...TAKE A LOOK AT ME.

SEE THE BRUISES AND CONTUSIONS?

THIS IS WHAT I GOT FOR GETTING TOO CLOSE TO YOUR FRIEND, Dr. TRAINER AND THE MULTIVEX CORPORATION.

WHAT DO YOU THINK OF YOUR FRIEND NOW?

I ***STILL*** THINK OF HIM AS A ***FRIEND.***

AND I'M STILL GOING TO PROVE YOU ***WRONG!***

IN ANOTHER PART OF THE CITY...

This is the place.

And there's the crate from Seward's lab...

...just sitting out in the open?

A note pinned to it.

YOU WERE WARNED

"You were warned --!"

Spider-sense going crazy!

THE MARK'S IN POSITION, BRAMER. I CAN TAKE HIM OUT FROM HERE ON YOUR WORD.

HOLD YOUR GROUND, LASHER. WE DO THIS AS A UNIT... AS CELL-12.

NARDI. ANDROS. CONFIRM POSITIONS.

All around me.

GOT THE HIGH GROUND.

I'm not alone in --

READY ON YOUR WORD.

TAKE HIM DOWN!

...MOVE!

High-impact pulse burst leaving a crater exactly where I was.

Obviously up against professionals.

Let's see if I can draw them out of the shadows --

ENOUGH WAITING, BRAMER. I'M TAKING HIM OUT SOLO.

NICE HANDS.

WHO DOES YOUR NAILS?

Electrical charge building up through his finger tentacles.

Got to keep moving before I fry.

I'VE GOT HIM, BRAMER. IF YOU AND THE REST WANT TO COME IN AND CLEAN UP BEFORE --

IF IT'S ALL THE SAME TO YOU...

...I PREFER TO CLEAN UP AFTER *MYSELF.*

One down and...

...at least ONE more to go.

Oh, BOY... YOU'RE A BIG ONE... AREN'T YOU?

DON'T SUPPOSE YOU'D LIKE TO SETTLE WITH A MAN-TO-MAN ***THUMB WRESTLE?***

YOU ***DO*** HAVE A THUMB IN THERE, DON'T YOU?

LITTLE MAN, YOU ARE ABOUT TO ***DIE.***

DIE?

YOU GOT TO LEARN TO RELAX... TO UNWIND.

HERE...

...WHY DON'T YOU TAKE A STEAM!

YEAARGH!

FWOOSH

Two down.

And the next one is using the steam to sneak up and lash out...

...HERE!

AND A *TAIL*, NO LESS.

OKAY, SINCE THE OTHER TWO GENTLEMEN SEEMED TO BE ***CYBERNETICALLY ENHANCED***, I'M THINKING THE BEST TACTIC TO TAKE WITH YOU IS...

...THIS!

SORRY... THAT'S GOT TO HURT.

Third down and one left.

FWOOM

And here he is now.

NARDI! ANDROS! LASHER! THIS IS BRAMER! REPORT... NOW!

YOU CAN'T HIDE FOR LONG, SPIDER-MAN!

I'LL FIND YOU AND THEN...

...I'LL FINISH THE CONTRACT MYSELF!

PTOOM PTOOM PTOOM

NOW *THAT'S* THE MAGIC WORD... *CONTRACT!*

YOU *ARE* GOING TO TELL ME WHO HAS GOTTEN INTO MY LIFE. AND YOU'RE GOING TO TELL ME *NOW!*

Oh, SPIDER-MAN, LEAVE THE POOR MAN ALONE. YOU'VE ALREADY DEFEATED MY *HAND-PICKED* MERCENARY TEAM.

IF YOU WANT SOME ANSWERS...

BRAKOOM

...I'LL BE MORE THAN HAPPY TO GIVE THEM TO YOU.

GREEN GOBLIN?

HOW QUICKLY THEY FORGET! NO, SPIDER-MAN, IT'S ME...

...THE HOBGOBLIN...

...WITH ONE OR TWO CYBERNETIC ENHANCEMENTS!

WANT TO SEE?

SO YOU... YOU GREEN GOBLIN *WANNABE*... YOU'RE THE ONE WHO'S BEHIND ALL THIS?

FZOOM

THERE ARE MORE LAYERS TO THIS THAN YOU WOULD EVER BE ABLE TO COMPREHEND, SPIDER-MAN.

BUT FOR NOW... ALL YOU'VE GOT TO KNOW IS THAT YOU'VE STUCK YOUR NOSE WHERE IT DOESN'T BELONG...

...AND IT'S MY JOB TO CUT THAT NOSE OFF!

VROOM

He's packing a lot more artillery than the Green Goblin ever did.

Who IS this guy?

Hitting me from all sides... can barely keep ahead of him.

Got to try to get in close... take him out quickly.

THAT'S IT, SPIDEY. COME AND GET ME!

I WAS ***HOPING*** TO TEAR INTO YOU UP CLOSE AND PERSONAL.

NOW DON'T GO PASSING OUT ON ME... YET!

YOU TOLD BRAMER YOU WANTED ANSWERS.

WELL, ***I'M*** GOING TO GIVE YOU ALL THE ANSWERS YOU NEED.

EVERYTHING THAT'S HAPPENED TO YOU...

...EVERYTHING THAT'S HAPPENED TO PETER PARKER AND BEN REILLY... THE COFFEE HOUSE... *EVERYTHING*...

...IT'S ALL BEEN ORCHESTRATED BY ***ME***... AND ALL PART OF A MUCH ***GRANDER*** SCHEME.

NONE OF YOUR LIVES MEAN ANYTHING TO ME, BUT -- LUCKY YOU! --

-- I'VE BEEN ORDERED ***NOT*** TO KILL YOU!

TOO BAD.

Jessica! I blamed her for it all!

What have I done?

THE MAN WHO GIVES THE ORDERS WANTS ALL THREE OF YOU ALIVE.

I'M THINKING... WITH THE HISTORY YOU AND I HAVE...

...MAYBE I'LL GIVE HIM TWO OUT OF THREE.

GOOD-BYE, SPIDER-MAN.

ENOUGH!

LET HIM GO. THIS WASN'T SUPPOSED TO HAPPEN.

WHAT HAVE YOU DONE?

MY ***JOB***, Dr. TRAINER.

AND YOU WOULD BE WELL ADVISED TO DO YOURS.

I'M SORRY, YOUNG FELLA... I DIDN'T KNOW ABOUT THIS.

SEWARD? YOU..!

IT WAS ***NEVER*** SUPPOSED TO HAPPEN THIS WAY. I NEVER WANTED YOU HURT IN ANY WAY.

LET IT GO, SON... PLEASE.

FORGET ABOUT ME... FORGET ABOUT IT ALL.

I DON'T WANT TO SEE YOU HURT ANY MORE THAN YOU ARE.

ADVISE PETER THE SAME.

COME ALONG, DOCTOR. I'VE GOT TO GET YOU BACK TO THE BOSS.

FORGET ABOUT ME... PLEASE.

LISTEN TO THE MAN, SPIDER-MAN...

...OTHERWISE EVEN ***HE*** WON'T BE ABLE TO STOP ME NEXT TIME.

Seward.

I was wrong about everything...

...about everyone.

Peter.

Jessica.

Seward.

He was the only one left. The only one I could trust.

And now I have no one.

I'm alone.

Or am I?

LATER THAT NIGHT...

CLLK

FWOMP

PETER..?

COLD'S

TO BE CONTINUED IN SPECTACULAR SPIDER-MAN #234!

MARVEL COMICS

APPROVED BY THE COMICS CODE AUTHORITY

SPIDER-MAN

MAY 86 25¢

BLOOD BROTHERS

PART 4 OF 6

THE SPECTACULAR

SPIDER-MAN

BUSCEMA STANSKI

His given name is **Peter Parker.** While in high school, he was bitten by a radioactive spider and endowed with amazing powers, which he has since used to protect the innocent and battle evil. Now he calls himself **Ben Reilly,** and as a costumed crimefighter, he continues his crusade... for he understands that with great power comes great responsibility!

STAN LEE PRESENTS **THE SPECTACULAR SPIDER-MAN**

I CAN'T... DO THIS --

-- CAN'T *BE* THIS...

BEN...

...*WHAT HAPPENED?!*

I ***SCREWED UP,*** PETE -- I THOUGHT I COULD LIVE THE LIFE, BUT I CAN'T.

NOT ONLY DID I MESS UP BEING ***SPIDER-MAN*** --

-- BUT I EVEN ***FAILED*** AT BEING ***BEN REILLY!***

WHAT ARE YOU TALKING ABOUT..?

...YOU'RE ***NOT*** A ***FAILURE!***

SURE, YOU HAD YOUR BUTT HANDED TO YOU, BUT THERE'S ***ALWAYS*** THAT POSSIBILITY -- IT ***COMES*** WITH THE ***COSTUME*** --

-- AND YOU SAID SO YOURSELF, MAN -- ***WEB-FLUID HAPPENS.***

BUT, BEN -- WE'VE BOTH ***BEEN-THERE-DONE-THAT!*** YOU HAVE TO --

NO. NEVER LIKE THIS.

THEY'VE ***DESTROYED*** MY LIFE, PETE. THEY'VE TAKEN AWAY ***EVERYTHING*** --

-- EVERYTHING I ***HAD*** --

-- EVERYTHING I ***AM!***

"FIRST, JESSICA ***TIPPED*** TO THE FACT THAT I'M SPIDER-MAN --

"-- WHICH WOULD BE BAD ***ENOUGH,*** BUT SHE ALSO HAPPENED TO HAVE HER ***CAMERA*** WITH HER AT THE TIME!"

"THINKING THAT'S THE WORST THAT CAN HAPPEN, I GET HOME TO FIND MY PLACE HAS BEEN ***CLEANED OUT*** --

"-- MY APARTMENT WAS ***STRIPPED BARE!*** EVERYTHING I OWNED WAS ***GONE...*** WITHOUT A ***TRACE.***"

SEE ***SENSATIONAL*** #4 FOR DETAILS – Shutterbug Ralf

"THEN THE *DAILY GRIND* BURNS TO THE GROUND! SO, NOT ONLY DO I FIND MYSELF OUT OF A *JOB* --

"-- BUT SUDDENLY, I'M *FRAMED* FOR *ARSON!*"

"AS SPIDEY, I'M *AMBUSHED* BY THIS GROUP OF *CYBERNETIC THROWBACKS* CALLED *CELL-12* --

"-- AND NO SOONER DO I GET DONE *SPANKING THEM* --

"-- THAN I GET *TOTALLY HOUSED* BY *THE HOBGOBLIN!*"

CELL-12! THOSE ARE THE SAME GUYS THAT *ATTACKED PETER!*

IN *AMAZING SPIDER-MAN* #411 – Yet again Ralf

SPIDER-MAN #68 – Ralf

WHOEVER IS BEHIND THIS *HAS* TO KNOW WHO WE ARE -- HAS TO KNOW OUR *SECRET IDENTITIES.* TO COME AFTER *ME,* TO *TEAR DOWN* YOUR --

YOU'RE RIGHT, PETE. AND *I* THOUGHT IT WAS *JESSICA.* I EVEN *ACCUSED* HER OF IT...

...GOD, THE THINGS I SAID TO HER...

...BUT IT WASN'T HER. YOU WERE RIGHT ALL ALONG, PETE...

LEAP OF FAITH

"-- IT WAS SEWARD."

-- DO YOU UNDERSTAND ME?! I WON'T BE A PARTY TO THIS!

BLOOD BROTHERS

PART 4 OF 6

TODD DEZAGO
SCRIPT

SAL BUSCEMA
BREAKDOWNS

JOHN STANISCI
FINISHES

JOHN KALISZ
COLORS

RICHARD STARKINGS AND COMICRAFT
LETTERING

MALIBU
ENHANCEMENT

RALPH MACCHIO
EDITOR

BOB HARRAS
EDITOR IN CHIEF

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IT WAS NEVER PART OF OUR AGREEMENT THAT BEN COME TO HARM! I WON'T --

APPARENTLY IT'S *YOU* WHO NEEDS TO UNDERSTAND, *Dr. TRAINER*, THAT YOU AND I DO NOT *HAVE* AN AGREEMENT...

...MACENDALE..?

STRUMP

-- OR YOUNG *Mr. REILLY* MIGHT FIND HIMSELF PRIVY TO *INFORMATION* ABOUT HIS GOOD FRIEND, *Dr. SEWARD TRAINER*, THAT HE MIGHT CONSIDER --

-- QUITE SHOCKING!

SO TELL ME... *HOBGOBLIN*... HOW GO OUR PLANS?

...AND THAT YOU ARE IN NO *POSITION* TO AFFORD SUCH *SELF-RIGHTEOUS BRAVADO*.

REGARDLESS OF WHAT MIGHT HAPPEN TO YOUR LITTLE *FRIEND*, YOU WILL CONTINUE YOUR *RESEARCH* --

-- AND YOU *WILL* FIND A WAY TO REVERSE MY ...*CONDITION*...

CARRIED OUT AS PER YOUR ***SPECIFICATIONS.*** THE FIRE. THE ***ASSAULTS*** ON THE PHOTOGRAPHER ***PARKER*** AND ***SPIDER-MAN*** -- BOTH ***INCAPACITATED*** --

-- ***BEATEN*** TO WITHIN AN ***INCH*** OF THEIR ***LIVES*** -- ALONG WITH A ***WARNING*** TO ***STAY AWAY!***

AND ***PARKER..?***

WHEN HE WAS ATTACKED, YOU'RE TELLING ME THAT ***SPIDER-MAN*** DID NOT APPEAR..?

N-NO. DID YOU ***EXPECT*** HIM TO?

NO... NOT AT ALL...

...NOT AT ALL...

I'M... SORRY, BEN...

...SORRY THAT IT WAS ***SEWARD***... SORRY THAT I WAS ***RIGHT***.

I...

WE KNOW HOW MUCH SEWARD ***MEANS*** TO YOU... HOW MUCH IT MUST ***HURT***...

WHY..?

...WHY WOULD HE DO THIS?

I DON'T KNOW, MAN. I DON'T HAVE THE ***ANSWERS***. BUT WE CAN ***FIND OUT TOGETHER***. NOW THAT WE KNOW WHO'S ***BEHIND*** ALL OF THIS --

-- BEHIND ALL...

JESSICA.

I ACCUSED ***JESSICA*** OF ALL THIS.

TOLD HER SHE WAS ***RESPONSIBLE*** FOR RUINING MY LIFE. BECAUSE SHE ***HATES*** SPIDER-MAN --

-- BECAUSE SHE THINKS HE KILLED HER ***FATHER!***

BEN... ***TALK*** TO HER. ***APOLOGIZE*** TO HER.

WHEN A RELATIONSHIP IS THIS ***NEW***, YOU HAVE TO ***WORK*** AT ***TRUST***, ***EARN*** ONE ANOTHER'S ***FAITH***. BELIEVE ME, IF SHE ***CARES*** ABOUT YOU --

-- SHE'LL ***LISTEN***.

LISTEN BEN --

-- WE CAN DO THIS! NOW THAT WE KNOW HE'S ***INVOLVED***, WE CAN ***CONFRONT*** SEWARD, TALK TO HIM --

NO.

I CAN'T.

I'M...

I...

...I CAN'T.

THWIPP

THE APARTMENT OF JESSICA CARRADINE.

I'VE READ THIS SENTENCE **FOUR TIMES** NOW, BUT I JUST CAN'T **GET IT!**

ALL I KEEP THINKING ABOUT IS **BEN** AND LAST NIGHT. HOW **ANGRY** HE WAS -- HOW **CERTAIN** THAT I HAD **BETRAYED** HIM! SO FILLED WITH...

...**HATE**..?

BUT HE WAS **WRONG!** JUST LIKE I'M BEGINNING TO THINK **I'VE** BEEN WRONG IN MY LONGTIME... **OBSESSION** WITH --

JESS..?

I'LL LEAVE IF YOU WANT ME TO, BUT I HOPE YOU'LL GIVE ME A CHANCE... ***TO EXPLAIN.***

I'M SORRY. I WAS ***WRONG***... SO WRONG... I WAS MAD AND I JUMPED TO CONCLUSIONS...

...AND I DIDN'T LISTEN TO MY ***HEART.***

I CARE ABOUT YOU, JESS -- AND IT ***HURTS*** ME THAT I HURT ***YOU*** --

-- AND I WISH --

-- I ***WISH*** THERE WAS SOME WAY THAT YOU COULD ***FORGIVE*** ME...

BEN -- I'VE SPENT MY ENTIRE LIFE HATING YOU -- HATING *SPIDER-MAN* -- FOR WHAT HE DID TO MY ***FATHER***...

WHEN I FOUND OUT WHO YOU ***WERE***, I REALIZED MY ***FEELINGS*** FOR YOU -- I'VE HAD ENOUGH HATE --

-- I'VE DECIDED TO PUT THE ***PAST BEHIND ME.***

IT HURT ME WHEN YOU THOUGHT I COULD DO ALL THAT TO YOU... BUT...

...BUT IT DIDN'T CHANGE MY ***FEELINGS*** FOR YOU.

Oh, JESS -- I'M SORRY. I'M SO SORRY...

IT'S OKAY. IT'S OKAY.

WITH EVERYTHING THAT'S GOING ON, I'VE JUST BEEN SO...

...SO YOU'LL BURN THE NEGATIVES..?

I CAN'T BELIEVE YOU! THAT'S **ALL** YOU CAME BACK FOR!

W-WHAT?

YOU DON'T CARE ABOUT **ME!** YOU'D SAY ANYTHING JUST TO GET THOSE PICTURES!

BUT...

GET OUT! **GET OUT NOW** BEFORE I CALL THE **COPS!**

JUST...

...GET OUT...

THE MASSAPEQUA, LONG ISLAND HOME OF **NORMIE** AND **LIZ ALLAN OSBORN.**

SINCE HER HUSBAND'S DEATH MORE THAN A YEAR AGO* --

* HARRY OSBORN DIED IN THE NOW-CLASSIC **SPECTACULAR SPIDER-MAN #200** – classic Ralf

-- LIZ OSBORN HAS MAINTAINED A **"SILENT PARTNER"** STATUS IN REGARD TO THE **ADMINISTRATION** OF **OSBORN INDUSTRIES** --

-- LEAVING THE DAY-TO-DAY WORKINGS OF THE HUGE **CONGLOMERATE** TO HER BROTHER, THE CORPORATION'S CURRENT CEO, **MARK RAXTON.**

SHE DOES, HOWEVER MAKE IT HER BUSINESS TO KEEP AN EYE ON **COMPANY EXPENDITURES,** IN THIS CASE, THE QUARTERLY **FINANCIAL REPORT.**

THIS CAN'T BE RIGHT. SOMEONE MUST'VE GOTTEN THEIR ***NUMBERS WRONG.***

THIS LEDGER SHOWS **OSBORN** PUMPING ***HUGE AMOUNTS*** OF ***CAPITAL*** INTO ONE OF OUR ***LESSER SUBSIDIARIES...***

AND IN THE OFFICES OF MARK RAXTON --

LIZ?! HI! I'M SURPRISED TO HEAR FROM ***YOU.***

WHAT CAN I DO FOR YOU?

MARK -- I WAS JUST GOING OVER THE **BOOKS** FOR LAST QUARTER, AND -- WELL, I HOPE IT'S A ***MISTAKE*** --

-- IT SHOWS AN ***INCREDIBLE*** AMOUNT OF MONEY BEING ***FUNNELED*** INTO ONE OF THE SMALLER ***AFFILIATES*** --

-- A LITTLE ***RESEARCH COMPANY*** CALLED ***MULTIVEX!***

Well, that about CLINCHES it!

I'm a failure at everything -- I can't even apologize right!

MARY JANE, I... IS PETER HERE?

BEN! NO, HE'S OUT. HE'S...

...HE COULDN'T ***WAIT*** FOR YOU, BEN --

Jess is so SKETCHED ON ME now, there's no way to fix it.

I have NOWHERE to go -- NO LIFE to return to --

-- the LEAST I can do is listen to Peter -- help him on his "QUEST for the TRUTH".

-- EVER SINCE THE ***JACKAL*** AND ***LOSING*** HIS ***SPIDER POWERS***, PETER'S BEEN ***DETERMINED*** NOT TO BE ***MANIPULATED*** -- NOT TO BE ***LIED TO*** AGAIN.

HE WANTS THE ***TRUTH*** -- HE ***NEEDS*** IT -- AND HE WON'T REST UNTIL HE'S ***FOUND*** IT.

HE WENT TO GET ***ANSWERS*** FROM ***SEWARD*** --

"-- HE WENT BACK TO ***MULTIVEX.***"

WELL, IT'S NICE TO KNOW THAT AFTER ALL THESE YEARS OF BUSTING ***THIEVES*** AND ***CAT-BURGLARS***, I PICKED UP ***SOMETHING..!***

AND IT WAS NICE OF ***FELICIA*** TO GIVE ME THIS SET OF ***LOCK-PICKS.***

FELICIA HARDY, aka THE ***BLACK CAT***, THAT IS -- PurrrrRalf

A LITTLE **SILLY PUTTY** TO KEEP THE **SECURITY ALARMS** OCCUPIED...

...TAKE SOME **PRECAUTIONS** WITH A COUPLE OF **SURVEILLANCE CAMERAS**...

...THE LOAN OF A **LABCOAT** AND A **CLIP BOARD**...

...AND, **BADDA-BING, BADDA-BOOM**...

...I'M A **MULTIVEX EMPLOYEE!**

THE **COMPUTER SCHEMATIC** SHOWED **SEWARD'S LAB** BEING OVER IN THE **EAST WING** --

-- AND IF I READ THE **BLUEPRINTS** CORRECTLY, I CAN TAKE A **DETOUR** THROUGH HERE AND AVOID ANY MORE **SECURITY CAM** --

WHOA-HO!

WHAT IS IT, PARKER..? ARE YOU A ***MASOCHIST***... OR ***JUST PLAIN STUPID?!***

A SMART MAN WOULD'VE GOTTEN THE MESSAGE LAST TIME!

'COURSE, THIS TIME WE WERE TOLD, IF YOU CAME NOSIN' AROUND, WE DELIVER THE MESSAGE --

CHUNK

-- WITH EXTREME PREJUDICE!

WHAT TH-- ?!

THWP!

THWPHT

IMPACT WEBBING!

NOW WITH 1002 USES!

SMACK

I CAN'T BELIEVE YOU CAME HERE WITHOUT YOUR PO... Um..... UNARMED!

IF YOU DON'T BACK OFF, SPIDER, WE'RE GONNA RIP HIS ARMS RIGHT OUT OF HIS SOCKETS!

NOT QUITE UNARMED, SPIDEY...

THWIPP

JUST BECAUSE I'M NOT *SPIDER-MAN* --

THWIPP

-- DOESN'T MEAN I DON'T HAVE ANYTHING UP *MY SLEEVE!*

NOW, IF YOU WOULD BE SO KIND...

KRAM

MY PLEASURE.

THUD

WUD

HERE'S THE *PITCH*...

...AND THE *SWING*...

SWAMM

COOL.

Um, EXCUSE ME... Mr. KICKY...?

...COULD USE A HAND OVER HERE!

LASHER!

SKRAKK

LET'S SEE WHAT HE DOES WITH A LITTLE WELL-PLACED WEBBING.

THWIPP

YOU IDIOT! D'JA FORGET MY LASER-WHIP CAN SLICE RIGHT THROUGH YER STUPID WEBBING?!?

SHRAKK

YEAH, WELL, YOU ALSO JUST SLICED THROUGH THE CATWALK'S SUPPORT STRUTS...

...IDIOT.

C'MON! SEWARD SHOULD BE JUST ACROSS THIS HALLWAY!

HAVE I TOLD YOU HOW IMPRESSED I AM..?

KRONK

KRANSH

Um, MAYBE YOU SHOULD TELL ME *LATER.*

BACK FOR *MORE,* Huh?!

EEEEE!

AAHHH!

LOOK OUT!

PETER! GO! FIND *SEWARD!* --

-- FIND THE *TRUTH!*

I'LL TAKE CARE OF *THIS.*

O-OKAY, BUT --

-- HE ALWAYS OPENS WITH ONE OF HIS *TRICKS* -- ONE OF HIS *GADGETS,* TO KNOCK YOU OFF-GUARD!

DON'T LET HIM DO IT AND YOU *TURN* THE *TABLES!* IT *MESSES* WITH HIS *RHYTHM!*

TIME TO DIE, WEB-SLINGER!

SSSHHH

Peter is AMAZING...

No powers. He comes BACK here, DRIVEN by his DESIRE to find the TRUTH...

...and his SENSE of RESPONSIBILITY...

THWIPP THWIPP

Getting so WRAPPED UP in my own problems --

Makes me feel kind of... SELFISH.

THWAP THWAP THWAP

WHA --

-- full of SELF-PITY --

KTESH VRRRR

-- sitting back and watching as my life spins OUT OF CONTROL --

Never realizing that if I just CHASE AFTER IT --

SEWARD! WAIT!

SEWARD! STOP! WHY WON'T YOU TALK TO ME?!

If I can just GRAB HOLD OF IT --

-- CONFIDENCE -- if I have a little FAITH in MYSELF --

-- I can TAKE BACK CONTROL of my LIFE!

Peter goes after HIS answers...

...I get some of my OWN!

HOOF

I DON'T KNOW WHY ***YOU*** CARE IF I BLOW UP SOME COFFEE BAR AND FRAME SOME ***NOBODY*** NAMED REILLY FOR IT --

-- BUT YOU'RE GONNA ***REGRET*** INTERFERING WITH THIS OPERATION!

?!?

WHO, HOBGOBLIN? ***WHO'S BEHIND THIS?!?***

Uhn-uh. ***CLIENT/MERCENARY PRIVILEGE.*** YOU WANNA KNOW ***WHO*** I'M WORKING FOR?

SUFFER!

VRRRRRR

SUDDENLY, I HAVE ALL THE **ANSWERS** RIGHT IN MY **HANDS**...

...AND THE **TRUTH** IS SO CLOSE I CAN **TASTE** IT.

EVERYTHING I WANT IS --

DANGER! FUEL

WE BOTH REACT TO THE **WHINING DRONE** OF THE **MOTOR** AS IT **BUZZES** OVERHEAD...

DANGER! FLAMMABLE

...AND, ALL OF A SUDDEN, THE THINGS **I** WANT DON'T SEEM TO MATTER ANYMORE...

...I'M **RUNNING** BEFORE I EVEN **REALIZE** IT...

...**HURLING** MYSELF INTO **ACTION** BEFORE I HAVE A CHANCE TO **THINK** ABOUT IT...

...MAKING THE **LEAP**...

...AND MAKING THE **PLAY!**

If I can take Hobgoblin DOWN -- make him CONFESS -- I can CLEAR MY NAME as Ben Reilly.

And suddenly, I have all the ANSWERS right in my HANDS...

...and the TRUTH is so close I can TASTE it!

Everything I want is --

We both react to the WHINING DRONE of the motor as it BUZZES overhead...

...and all of a sudden the things that I what don't seem to matter anymore...

...I'm RUNNING before I even REALIZE it...

...HURLING myself into ACTION before I have a chance to THINK about it...

...making the LEAP...

...and making the PLAY!

WEEOOO WEEOOO

GREAT. COPS.

And in the time it took me to grab Peter, SEWARD and the HOBGOBLIN both BAILED.

I swing us over the FENCE, into the cover of the WOODS beyond, and most importantly --

I CAN'T *BELIEVE IT!* TALK ABOUT THE *PARKER LUCK*... I *HAD HIM!*

-- OFF MULTIVEX PROPERTY!

I *HAD* SEWARD! I HAD THE *ANSWERS!* --

-- AND THEN I JUST LET THEM *SLIP THROUGH MY FINGERS!*

NO YOU DIDN'T.

YOU *LET IT GO.*

YOU *SACRIFICED* WHAT YOU *WANTED* TO STOP THE *GLIDER* FROM HITTING THE *FUEL TANK.* ALL THE RESPONSIBILITY, NONE OF THE *POWERS!*

THAT TOOK A LOT OF *GUTS,* PETE.

OR A LACK OF *BRAINS.* AND MARY JANE HEARS *NONE* OF THIS...

DEAL. BUT HERE'S SOMETHING *ELSE.* HOBGOBLIN'S NOT *THE GUY!* HE'S WORKING FOR *SOMEBODY ELSE!*

GREAT! WHICH BRINGS US RIGHT BACK TO *SQUARE ONE:* WHO *IS* BEHIND THIS...

...AND *WHY?!*

"BLOOD BROTHERS" CONTINUES IN SENSATIONAL SPIDER-MAN #5!

MARVEL COMICS

SPIDER-MAN

JUNE '96 5

THE SENSATIONAL SPIDER-MAN®

APPROVED BY THE COMICS CODE AUTHORITY

BLOOD BROTHERS

PART 5 OF 6

JURGENS JOHNSON '96

THE FIERY FURY OF--

THE MOLTEN MAN!™

The last few days have been NASTY.

My apartment was trashed, the coffee bar where I work was torched --

-- and I was accused of being the ARSONIST who did it!

On top of that, my girlfriend found out I'm SPIDER-MAN!

Like I said...

...NASTY.

Puts me in a mood --

COLLISIONS with the PAST

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RICHARD STARKINGS AND COMICRAFT
LETTERING

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MALIBU
ENHANCEMENT

BOB HARRAS
CHIEF

--TO TEAR SOME HEADS OFF!

BACK OFF, CUE BALL! YOUR *AVENGING* NEIGHBORHOOD *SPIDER-MAN* IS ON THE SCENE!

SPIDER-MAN?! THANK GOD!

DON'T GO THANKING THE MAN *YET*, CHICKY! THING ABOUT SPIDERS --

--IS THAT THEY'RE *EASY* TO KILL!

THWIPP

SPAK

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ME? EASY TO KILL?

YOU'RE WELCOME TO TRY, CUTIE!

GRUNGH

KRAK

NO PROBLEM! EVEN ***YOU*** CAN'T WALK AWAY FROM ***THIS*** KINDA PESTICIDE!

TOO BAD, COWBOY! ***YOU MISSED!***

ALL YOU DID WAS MAKE ME ***MAD!***

AND THE ***MADDER*** SPIDEY GETS --

BLAM BLAM BLAM BLAM

-- THE STRONGER SPIDEY GETS!

Suddenly, all the frustrations and emotions of the last few days EXPLODE!

I tear into the guy like a starving tiger into raw meat.

MUGGING INNOCENT PEOPLE -- YOU'RE SCUM!

At that moment... I barely kept control!

I was hitting harder than I ever would normally!

Even if he deserved it --

-- I could never really lose control against some ordinary thug.

THAT'S ENOUGH! YOU DON'T NEED TO KILL THE MAN!

I... I...

I KNOW. THANKS.

NO COINCIDENCE. I WAS *FOLLOWING* YOU.

FOLLOWING... *ME? WHY?*

NO, I SHOULD BE THANKING *YOU!* IF YOU HADN'T COME BY WHEN YOU DID --

-- LORD KNOWS WHAT THESE CREEPS WOULD HAVE DONE TO ME!

I GUESS IT'S A LUCKY COINCIDENCE YOU WERE HERE!

YOUR NAME IS TRISH KOWALSKI AND YOU HAPPEN TO BE THE FINANCIAL CONTROLLER AT THE MULTIVEX CORPORATION.

SO?

SO MULTIVEX IS A SUPPOSEDLY LEGIT COMPANY THAT IS ACTUALLY INVOLVED IN SOME VERY DIRTY --

-- VERY *ILLEGAL* BUSINESS!

NO! I DON'T BELIEVE YOU!

MultiVex is the organization trashing my life -- and Peter Parker's too! But I can't tell her that!

TELL ME WHO'S FUNDING MULTIVEX! *NOW!*

BELIEVE IT, SISTER! *I KNOW* THIS FOR A FACT!

BUT... I CAN'T TELL YOU ANYTHING! I... DON'T KNOW!

I MEAN, THE COMPANY I WORK FOR ***CAN'T*** BE DOING ANYTHING ***THAT*** WRONG!

Oh, YES THEY CAN.

LOOK, MISS KOWALSKI, THESE CREEPS ALMOST MADE AN INNOCENT VICTIM OF ***YOU*** TODAY.

YOU ***MUST*** BELIEVE ME WHEN I TELL YOU THAT MULTIVEX EMPLOYS AN ARMY OF ***CREEPS*** THAT HAS BEEN ***VICTIMIZING*** SOMEONE --

-- WHO IS JUST AS INNOCENT AS ***YOU.***

SOMEBODY IS ***FUNDING*** THAT ARMY. YOU ***MUST*** KNOW WHO IT IS!

I KNOW THAT MULTIVEX HAS A LARGE SECURITY FORCE THAT I'VE ALWAYS WONDERED ABOUT.

THE MEN ARE PAID OFF THE RECORD, TOO... IT'S MY JOB TO PAY THEM FROM ANOTHER ACCOUNT FUNDED BY --

-- OSBORN INDUSTRIES!

The name hits me harder than a hammer in the face.

OSBORN.

A name that's haunted me since my earliest days as Spider-Man!

I leave without saying a WORD.

I'm practically in SHOCK.

Why would Osborn Industries try to ruin Ben Reilly's life? Or Peter Parker's?

PETER! THAT WAS A GREAT IDEA YOU HAD, TO FOLLOW MULTIVEX'S FINANCIAL CONTROLLER!

SHE TOLD YOU WHO'S BEHIND ALL THIS?

OSBORN INDUSTRIES!

WHOA! NOW *THAT'S* SOMETHING I DIDN'T EXPECT!

WHY WOULD OSBORN WANT TO DESTROY *US?*

I WAS HOPING *YOU* COULD TELL ME! *I'M* THE ONE WHO'S BEEN GONE FOR *FIVE YEARS!*

WHAT HAPPENED BETWEEN YOU AND THE OSBORNS IN THAT TIME?

THAT FIVE YEAR GAP COULD REALLY HAMPER YOU IN THE LONG RUN.

I'LL HAVE TO MAKE SOME KIND OF RECORD OF MY ACTIVITIES DURING THAT TIME TO BRING YOU UP TO DATE!

I'M SURE THAT YOU REMEMBER **NORMAN OSBORN** WAS THE FIRST **GREEN GOBLIN.**

BACK THEN, **YOU** WERE THE GUY WHO FOUGHT HIM!

DURING YOUR FIRST STINT WEARING THE SPIDEY SUIT, THE GOBLIN WAS UNQUESTIONABLY YOUR **DEADLIEST** ENEMY.

HE KILLED GWEN STACY AND ULTIMATELY **DIED** HIMSELF!

LATER, DURING MY TENURE, HIS SON **HARRY,** MY -- OUR -- BEST FRIEND, SUCCUMBED TO THE WEIGHT OF THE GOBLIN'S LEGACY --

-- AND ASSUMED THE IDENTITY HIMSELF!

EVENTUALLY, THE FORMULA HE USED TO ENHANCE HIS POWERS POISONED HIS BLOODSTREAM AND **KILLED** HIM!

ANOTHER OLD FRIEND OF MINE, HARRY'S WIDOW **LIZ,** WATCHES OVER OSBORN INDUSTRIES NOW --

-- WITH THE DAY-TO-DAY OPERATIONS BEING HANDLED BY HER STEP-BROTHER, **MARK RAXTON.**

"THE **MOLTEN MAN?!**"

LIZ LEFT THE COMPANY IN THE CARE OF THAT CRIMINAL?!

RAXTON'S BEEN ON THE STRAIGHT AND NARROW FOR A WHILE... AND LIZ SEEMS TO TRUST HIM.

SHE MOVED AWAY FROM NEW YORK BUT COMES BACK TO TOWN TO CHECK ON OSBORN INDUSTRIES EVERY NOW AND THEN!

SHE AND HARRY ALWAYS FAVORED ONE PARTICULAR HOTEL. WITH LUCK --

-- I CAN BE ON HER DOORSTEP IN AN HOUR!

TWO MORE NIGHTS, TWO MORE LOUSY, STINKING NIGHTS --

-- AND I CAN PUT IN FOR RETIREMENT!

NO MORE WALKING THE SECURITY BEAT OF MULTIVEX INDUSTRIES EVERY NIGHT!

I CAN TRAVEL! I CAN --

--AWWP!

YOU CAN SLEEP FOR A FEW HOURS. THAT'S WHAT.

A NIGHTTIME NAP COURTESY OF --

-- THE MOLTEN MAN!

STUPID ***MULTIVEX*** CHUMPS SHOULDA PLANNED THEIR SECURITY WELL ENOUGH TO HANDLE SOMEONE WITH TALENTS LIKE MINE!

THESE MOTION-DIRECTED LASERS MIGHT STOP SOME TWO-BIT THIEF --

-- BUT THERE'S NO ***WAY*** THEY'RE GONNA TAKE ***ME*** OUT!

MAIN COMPUTER CORE.

DOORS LOOK STRONG ENOUGH TO WITHSTAND AN ***ARMY.***

NOT *ME*, THOUGH.

VAT OF LIQUID METAL I FELL IN* GAVE ME THE MUSCLE I NEED --

WAAAY BACK IN AMAZING SPIDER-MAN #28 Ralf

-- TO DO WHATEVER ***I WANT!***

RRRRRRRRRR

BINGO!

THAT COMPUTER WILL TELL ME EVERYTHING I NEED TO KNOW --

-- ABOUT THE DIRTY BUSINESS BETWEEN ***OSBORN INDUSTRIES*** AND ***MULTIVEX!***

HAVING FUN, NORMY?

SURE AM, MOM! THESE NEW ACTION FIGURES ARE THE *COOLEST!*

KNOCK KNOCK

SHAQUILLE O'NEAL WAS ON HIS WAY UP, BUT I TOLD HIM TO GET LOST! HI, LIZ!

PETER! Oh, WHAT A PLEASANT SURPRISE! IT'S BEEN AGES SINCE WE TALKED!

COME ON IN!

NOW WHO COULD THAT BE?

IT'S GOOD TO SEE YOU, LIZ, BUT I SHOULD TELL YOU THAT MY VISIT HERE ISN'T ENTIRELY SOCIAL.

I'M WORKING ON A STORY FOR THE DAILY BUGLE THAT INVOLVES SPIDER-MAN.

I UNDERSTAND, BUT I JUST NEED TO ASK YOU ABOUT OSBORN INDUSTRIES! IS THERE ANY REASON THEY'D GO AFTER SPIDER-MAN?

WHAT ABOUT YOUR STEPBROTHER? IS HE STILL RUNNING THE COMPANY?

YES, BUT HE DOESN'T BREAK THE LAW ANYMORE. BESIDES, I HAVEN'T EVEN SEEN HIM IN MONTHS!

REALLY.

PETER, THAT MASKED MENACE IS ***NOT*** A PART OF MY ***LIFE*** ANYMORE! I DON'T EVEN WANT TO HEAR HIS ***NAME!***

NO! ABSOLUTELY ***NOT!***

I'M BACK. THANKS FOR WAITING. THE WAY LIZ FEELS ABOUT SPIDER-MAN --

-- WELL, SHE WOULD HAVE FREAKED OUT IF YOU CAME IN WITH ME!

TOO BAD. SHE AND I WERE GOOD FRIENDS... A LONG TIME AGO.

FEELS WEIRD TO KNOW THAT I CAN'T EVEN TALK TO HER NOW -- THAT SOMEONE ELSE WEARING THE SPIDEY SUIT MESSED UP MY RELATIONSHIP WITH HER!

HEY, DON'T START! LET'S STICK TO THE MISSION!

CHEW ON THIS! LIZ SAID SHE HADN'T SEEN HER STEP-BROTHER FOR A WHILE --

-- BUT THERE WAS A MAN'S JACKET SLUNG OVER A CHAIR. THE TRUMP CARD --

-- IS THAT THE JACKET IS OBVIOUSLY ***ASBESTOS***-LINED!

SOMETHING ONLY OUR OLD FRIEND ***MOLTEN MAN*** COULD WEAR!

THAT ***CLINCHES*** IT! HE'S DEFINITELY THE GUY WHO'S BEEN TRYING TO TRASH OUR LIVES!

WHOA. IT'S TOO EARLY TO MAKE THAT CALL! WE WON'T KNOW FOR SURE UNTIL WE CHECK OUT MULTIVEX!

WHAT ARE WE WAITING FOR? LET'S GO!

YOU'RE THE INSURANCE EXPERT, Mr. HUGHES. WILL YOUR COMPANY GIVE ME ENOUGH TO REBUILD ***THE DAILY GRIND?***

SHIRLEY, I'VE WRITTEN YOUR INSURANCE FOR YEARS. YOU DIDN'T NEED TO ORGANIZE THIS DEMONSTRATION OF CUSTOMERS TO IMPRESS ME!

HEY, WE DID THIS ALL ON OUR OWN, Mr. INSURANCE AGENT!

JESSICA'S RIGHT. THE KIDS JUST WANT THEIR HANGOUT BACK!

YOU NEEDN'T WORRY, SHIRLEY! IN LIGHT OF THE POLICE REPORT ABOUT THIS REILLY CHARACTER, WE CAN SAFELY ASSUME YOU HAD NOTHING TO DO WITH THIS FIRE.

MY COMPANY ***WILL*** PAY ALL THE COSTS FOR YOU TO REOPEN!

DID YOU HEAR THAT, DESIREE? I WAS ***SO*** AFRAID THEY'D SUSPECT SHIRLEY OF ARSON THAT THEY WOULDN'T HELP HER!

SURE, BUT IT WAS YOUR HUNKY BOYFRIEND BEN REILLY WHO BURNED IT DOWN!

DESIREE, YOU KNOW AS WELL AS I DO THAT BEN DID ***NOT*** BURN DOWN THIS COFFEE BAR!

DO I? THEN WHY ISN'T THE LITTLE CUTIE HERE TO DEFEND HIMSELF?

IT'S ALMOST LIKE HE HAS SOMETHING TO HIDE, IF YOU ASK ME!

I MEAN, THINK ABOUT IT, JESSIE!

THE COPS SAID HE WAS WORKING UNDER A PHONY SOCIAL SECURITY NUMBER AND BOGUS LICENSE!

HE'S A MAN WITHOUT A HISTORY! WHO KNOWS WHAT Mr. MYSTERIOUS DID BEFORE?

MAYBE HE WAS A MOBSTER! OR A FOREIGN SPY --

-- OR ***WORSE!***

ACTUALLY, MEN WITH SECRETS KIND OF TURN ME ON!

HE'S NOT ***LIKE*** THAT!

LIKE YOU WOULD SAY ANY DIFFERENT.

AFTER ALL, YOU TWO ARE PRETTY HOT DANCE PARTNERS, AREN'T YOU?

NO!

BEN REILLY AND I HAVE ABSOLUTELY ***NO*** RELATIONSHIP WHATSOEVER!

Oh, REALLY? THEN YOU WON'T MIND IF I MOVE IN FOR THE KILL?

ASSUMING HE'S AS INNOCENT AS YOU SAY, OF COURSE.

I... I DON'T CARE, DESIREE! HE'S ALL YOURS!

NOW LEAVE ME ALONE, OKAY?

FIRST SHE DEFENDS HIM, THEN SHE ACTS LIKE HE'S THE ***PLAGUE***.

YOU REALLY ***ARE*** A MYSTERY, Mr. REILLY.

CAREFUL. I DON'T WANT YOU TO SET OFF ANY MULTIVEX SECURITY ALARMS!

JUST WATCH YOUR OWN BUTT, PETER! KEEP FRETTING LIKE AN OLD HEN --

-- AND IT'LL BE YOUR KNOCKING KNEES THAT SET OFF THE ALARMS!

THAT WINDOW LOOKS RIGHT INTO THE MAIN COMPUTER CORE! IF YOU CAN DOWNLOAD ANY INFORMATION PERTAINING TO OSBORN, WE'RE HOME FREE!

WILL DO, CAPTAIN KIRK! I --

IT'S HIM!

THE MOLTEN MAN!

NO! DON'T! HE MIGHT BE INNO --

SKRAK!

HANDS OFF THE KEYBOARD, HOT STUFF!

I DON'T NEED MY SPIDER-SENSE TO TELL ME YOU'RE NOT PLAYING COMPUTER SOLITAIRE!

CRAWL BACK TO YOUR HOLE, WEBHEAD!

THIS DOESN'T CONCERN YOU!

Oh, YEAH? I'M THE GOOD GUY, REMEMBER?

IT'S MY JOB TO ***PREVENT*** CREEPS LIKE YOU FROM RUINING THE LIVES OF INNOCENT PEOPLE!

AT LEAST THAT'S WHAT MY SUPER HERO CONTRACT SAYS!

INNOCENT PEOPLE? I DON'T KNOW WHAT YOU'RE TALKING ABOUT!

AW, SURE YOU DO, GOLDIE! YOU'VE BEEN TRYING TO BURY ME FOR ***WEEKS!***

SO SLIPPERY --! CAN'T HOLD ONNNN --

MUCH AS I LIKE THE IDEA OF SEEING YOU DISAPPEAR FOREVER --

-- I HAVEN'T DONE A THING TO MAKE IT BECOME REALITY!

Oh, DEAR LORD.

THIS IS ***MOST*** DISTRESSING!

SPIDER-MAN AND THAT MISCREANT, THE MOLTEN MAN, ARE FIGHTING THREE FLOORS OVERHEAD IN THE COMPUTER CORE!

IT'S FAR TOO DANGEROUS TO GO AHEAD WITH THE PROCEDURE NOW! WE MUST ***STOP!***

NOT A CHANCE, TRAINER!

IT FEELS LIKE I'VE WAITED FOREVER FOR THIS MOMENT!

I CAN'T STAND BEING LOCKED UP IN THIS LIFE-SUSTAINING SUIT ANOTHER MOMENT!

I WANT TO BE TRULY ***ALIVE*** AGAIN, TRAINER!

CONTINUE WITH THE PROCEDURE! REMEMBER...

...**"YOU OWE ME!"**

YOU'RE MESSING IN PRIVATE, ***FAMILY*** BUSINESS, YOU LOUSY DO-GOODER!

I WARNED YOU TO LEAVE, BUT YOU DIDN'T --

-- SO NOW YOU **DIE!**

NO WAY! HECK --

-- IF I DIED NOW THERE'D BE NO LITTLE SPIDERS TO ONE DAY CARRY ON MY HEROIC LEGACY!

YOU WOULDN'T WANT *THAT* TO HAPPEN, WOULDJA?

AWP!

YOU'RE GONNA REGRET ***STARTING*** THIS, WEB-SLINGER!

I'VE GAINED CONTROL OVER MY BODY'S MOLTEN PROPERTIES SINCE WE LAST MET!

ALL I GOTTA DO IS MELT DOWN THIS SUPPORT BEAM --

-- AND USE IT TO TEAR YOUR HEAD ***CLEAN OFF YOUR BODY!***

UHN!

IT'S GETTING ROUGH DOWN THERE! ONE WAY OR ANOTHER I HAVE TO GET INSIDE --

-- AND SEE WHAT I CAN DO TO HELP!

REILLY AND I ARE SUPPOSEDLY THE SAME PERSON --

-- BUT HE HAS A QUICKER TEMPER THAN ME!

HE'S HEADSTRONG, REACTS WITHOUT THINKING SOMETIMES!

MUST HAVE BEEN ALL THOSE YEARS ON THE ROAD!

PARKER! YOU HERE TO MAKE ME LOOK BAD BY TAKIN' PICTURES OF ME?

THWIP

THWIP

He's distracted! Now's my chance!

NO! THAT'S A POWER SUPPLY PANEL BEHIND HIM!

IF HE HITS IT --

"-- IT'S GONNA *BLOW!*"

SHOOM

WHAT'S WRONG? WHAT'S *HAPPENING?*

LOOK OUT! THE FLOOR'S GIVING WAY!

UH!

PETER! ARE YOU OKAY?

AN EXPLOSION UPSTAIRS! OUR POWER IS *GONE!*

WE CAN'T CONTINUE WITH THE REBIRTH PROCEDURE!

MORE THAN ONE FLOOR! WE'RE GOING WAY DOWN!

YEAH... I THINK SO!

ONLY PROBLEM IS --

CRRR

BBLE

-- I DON'T THINK THAT'S GONNA LAST VERY LONG!

YOU SHOULD HAVE HEEDED MY *WARNINGS*, FOOLS! MY RESURRECTION WILL ***NOT*** BE THWARTED -- BY YOU OR ANYONE!

AND NOW -- YOUR LIVES ARE **MINE!**

CONCLUDED IN ONE WEEK IN AMAZING SPIDER-MAN #412

BE THERE!

MARVEL COMICS

SPIDER-MAN

JUNE '96 412

THE AMAZING SPIDER-MAN

APPROVED BY THE COMICS CODE AUTHORITY

BLOOD BROTHERS

PART 6 OF 6

ENDGAME!

His given name is **Peter Parker.** While in high school, he was bitten by a radioactive spider and endowed with amazing powers, which he has since used to protect the innocent and battle evil. Now he calls himself **Ben Reilly,** and, as a costumed crimefighter, he continues his crusade... for he understands that with great power comes great responsibility! **STAN LEE** PRESENTS **THE AMAZING SPIDER-MAN!**

BACK OFF, YOU STUPID-LOOKING RENT-A-COPS!

YOUR ARMOR-PLATED SECURITY SUITS ARE NO MATCH AGAINST THE ***REAL THING!***

THE ***MOLTEN MAN*** IS STRONG ENOUGH TO CRUSH YOU ALL!

Way to GO, Raxton.

Barely five minutes ago, I was on the receiving end of your rage --

-- but unforeseen circumstances have suddenly forced us TOGETHER!

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I may call myself BEN REILLY but my real name is PETER PARKER!

For the past five years, the handsome fellow to my right has been using my NAME, and living my LIFE in the mistaken belief that HE was me!

Up until a few days ago, we both thought Pete was my CLONE!

Recent events have suddenly cast that in DOUBT!

Though an unknown enemy has been trying to discourage us by systematically DESTROYING our separate lives --

-- Pete and I have followed a trail of clues here -- to the MULTIVEX CORPORATION!

KILL THE **MOLTEN MAN,** BUT SPARE THE OTHERS!

I WANT **PARKER** AND **SPIDER-MAN** ALIVE!

We've come here to learn the TRUTH, and to CONFRONT...

ToM DeFaLCO
wRiTeR

MaRk BaGLeY
pEnCiLs

LaRRy MaHLsTeDt
iNkS

RiChaRD StArKiNgS
CoMiCrAfT
LeTtErInG

BoB ShArEn
cOLoRiSt

MaLiBu
eNhAnCeMeNt

RaLpH MaCcHiO
eDiToR

BoB HoRrAs
eDiToR iN cHiEf

THE FACE OF MY ENEMY!

LOOK --! ON THAT PLATFORM! SEWARD TRAINER AND A GUY IN SOME KIND OF ENVIRONMENTAL SUIT!

WE'VE GOT TO REACH **THEM...** AND **FORCE** 'EM TO CALL OFF THEIR TROOPS!

I've got to hand it to PETE! the guy has GUTS!

What he DOESN'T have is spider-like strength, reflexes --

ZAKK

-- or a SPIDER-SENSE to warn him of impending danger!

SEWARD AND HIS PAL CAN WAIT UNTIL **AFTER** I'VE GOTTEN YOU OUT OF THE FIRE ZONE!

B-BUT --!

IT IS *NOT* OPEN FOR **DEBATE!**

IN CASE YOU'VE FORGOTTEN, *I'M* THE GUY IN THE **COSTUME** --

- SO IT'S MY **CALL!**

PARKER AND THE WEB-SWINGER ARE *DESERTING* ME!

BIG DEAL! I DON'T NEED THEM!

I'VE ALREADY *SMASHED* THROUGH MOST OF THE SMALL FRY --

-- AND I'LL SOON HAVE MY HANDS ON THE BIG SHOTS BEHIND MULTIVEX --

THINGS HAVE GOTTEN *TOTALLY* OUT OF HAND! IT ISN'T SAFE TO CONTINUE THE *REBIRTH PROCEDURE!*

THOSE PEOPLE CAN'T *STOP* THE MOLTEN MAN!

SHUT UP, TRAINER! CONCENTRATE ON GETTING THE *REGENERATOR* ON-LINE!

I WILL *PERSONALLY* ATTEND TO MISTER RAXTON!

YOU MAY KNOW MY REAL NAME, FRIEND, BUT YOU'RE LIVING IN A *FOOL'S PARADISE* IF YOU THINK YOU CAN --

VEGN

PARADISE? *PARADISE?!*

LOOK AT ME, FOOL! DO I APPEAR TO BE *ENJOYING* ANYTHING REMOTELY LIKE *PARADISE?!*

THAT'S *YOUR* PROBLEM, PAL!

MINE IS LEARNING *WHY* YOU'VE BEEN SECRETLY SIPHONING FUNDS FROM MY STEP-SISTER'S COMPANY!

WHAT'S THE TIE BETWEEN *MULTIVEX* AND *OSBORN INDUSTRIES?!*

THE ANSWER WOULD ONLY *TERRIFY* YOU AND THE LOVELY LIZ!

I'M AFRAID I OWE PETER AN ***APOLOGY,*** MARY JANE...

...I WASN'T VERY ***HOSPITABLE*** WHEN HE STOPPED BY EARLIER!

I WOULDN'T WORRY ABOUT IT, LIZ!

WORKING AS A PHOTOGRAPHER FOR THE ***DAILY BUGLE*** HAS HELPED MY HUSBAND TO DEVELOP A RATHER ***THICK HIDE!***

THAT'S THE PROBLEM!

HIS NEWSPAPER MAY BE TRYING TO DRAG ***OSBORN INDUSTRIES*** INTO ANOTHER SCANDAL!

ARE YOU IN SOME KIND OF ***TROUBLE,*** LIZ?

I... I'M NOT SURE! LOOK, MARY JANE, I'LL TRUST YOU TO KEEP THIS OFF THE RECORD...

BUT WE'VE RECENTLY UNCOVERED A LONG-TERM AFFILIATION WITH A COMPANY WHICH MAY BE INVOLVED IN SOME HIGHLY ***QUESTIONABLE*** ACTIVITIES...

...A COMPANY CALLED ***MULTIVEX!***

KNOWING THE CRIMINAL HISTORY OF BOTH MY DECEASED HUSBAND, ***HARRY*** --

-- AND HIS FATHER, ***NORMAN*** --

-- MY ***STEP-BROTHER*** IS LOOKING INTO THIS CONNECTION!

HE WAS SUPPOSED TO CALL ME -- ***HOURS AGO*** -- WITH THE RESULTS OF HIS INVESTIGATION!

IF THE MOLTEN MAN IS INVOLVED, I'D BETTER ALERT PETER AND BEN --

-- BUT I MUSTN'T ADD TO LIZ'S ***ANXIETY!***

TRY TO ***RELAX,*** GIRL...

I'M SURE EVERYTHING WILL TURN OUT ***FINE!***

AT LAST! WE'VE FINALLY LOST THOSE SECURITY GOONS!

HEADS UP, BEN! WE NEED A PLAN... AND FAST!

WE'VE GOT TO FIND A WAY TO LAY OUR HANDS ON *TRAINER* AND HIS BUDDY, AND THEN WE --

WE --?!

NEWSFLASH, PARKER! WHEN IT COMES TO TAKING RISKS.. THERE IS NO WE!

STOP TRYING TO PLAY *HERO!*

YOU'RE A *CIVILIAN* NOW, REMEMBER? A NORMAL GUY WHOSE MAIN CONCERN SHOULD BE HIS PREGNANT WIFE!

I KNEW *PARKER* AND *SPIDER-MAN* WERE ON MY TRAIL, BUT YOU ARE AN UNEXPECTED *BONUS*, RAXTON!

I RARELY HAVE THE OPPORTUNITY TO LASH OUT WITH SUCH *TOTAL ABANDON!* IT IS ONE OF THE FEW PLEASURES LEFT ME!

YOU CANNOT IMAGINE HOW HORRIBLE IT IS TO BE FOREVER *TRAPPED* WITHIN THIS PROTECTIVE SHELL!

I'D OFFER YOU MY SYMPATHIES, BUT -- ON THE OFF CHANCE YOU HAVEN'T NOTICED -- I'M ALSO ENCASED IN A METAL SHELL!

OUR SITUATIONS ARE VASTLY DIFFERENT, RAXTON! AN ACCIDENT BONDED YOU WITH AN EXPERIMENTAL METAL ALLOY!

MY BODY IS *DYING!* ROTTING AWAY BY DEGREES!

THIS SUIT IS *ALL* THAT SUSTAINS ME!

I'D DO *ANYTHING* TO BE FREE OF IT --

-- AND THAT'S WHY I'M WORKING FOR THE *DEVIL* HIMSELF!

SEWARD TRAINER! For so many years, I thought he was my only true friend!

I trusted him with my darkest SECRETS!

Turned to him in my deepest DESPAIR!

Peter was always suspicious, questioning Seward's motives, and the results of his tests!

Me, I always defended the man!

What a FOOL I've been!

It's obvious he's been with MULTIVEX all along!

Is he a PREDATOR --

--or only a PAWN?!

The time has come for me to learn the TRUTH!

But HOW can I believe a word he says?!

BEN --!

I... I WAS HOPING... THAT YOU AND PETER... HAD GOTTEN SAFELY AWAY!

NO SUCH LUCK!

NOT UNTIL YOU FINALLY COME CLEAN WITH ME!

I KNOW THINGS LOOK BAD, BUT ***THEY*** DIDN'T GIVE ME A CHOICE!

THEY FORCED ME TO HELP THEM!

THEY?!

WHO THE HECK ARE --

My SPIDER-SENSE suddenly rivets my attention, kicking in spider-like reflexes as I instinctively shove Seward out of the path of a familiar-looking METAL-COVERED MISSILE!

Unfortunately --

SPIDER-MAN

-- there's only time for ONE of us to get clear!

B-BEN?

ARE YOU ALL RIGHT?!

SEWARD, PLEASE--!

I WEAR A *MASK* FOR A REASON!

I'D LIKE TO KEEP MY IDENTITY *SECRET!*

HA! NO ONE CARES ABOUT YOUR TRUE NAME --!

YOU ARE SPIDER-MAN --

-- AND THAT IS JUSTIFICATION ENOUGH FOR YOU TO *SUFFER!*

THOK

IT'S GOOD TO SEE YOU AGAIN, WEB-SWINGER --

-- AND, EVEN BETTER TO INFLICT THIS SMALL MEASURE OF ***PAIN*** UPON YOU!

D-DO I KNOW YOU?

YOU ***SHOULD...***

BUT I'M NOT AT ALL SURPRISED THAT YOU DON'T ***RECOGNIZE*** ME IN THIS FORM!

BLAM

I WAS ***STRONGER! VITAL! ALIVE!***

PTAK

BUT ***DYING*** TENDS TO SLOW A MAN DOWN --

-- AS ***YOU*** WILL SOON LEARN FOR YOURSELF!

MY APPEARANCE WAS ***QUITE*** DIFFERENT AT OUR LAST ENCOUNTER!

CAN'T BLAME **BEN** FOR UNLOADING ON ME! I'VE BECOME SO OBSESSED WITH LEARNING THE **TRUTH** THAT I KEEP CROSSING THE LINE!

AM I REALLY HIS **CLONE**... OR DID TRAINER **RIG** THE TESTS LIKE I ALWAYS SUSPECTED?!

MARY JANE KEEPS TELLING ME TO FORGET THE PAST AND CONCENTRATE ON THE **FUTURE!**

ALL THAT'S IMPORTANT IS WHERE WE'RE HEADED, AND --

PARKER! PARKER! WE KNOW YOU'RE SOMEWHERE IN THE BUILDING!

THE GAME'S OVER, PARKER!

OUR PEOPLE AT THE MAIN GATE JUST APPREHENDED A VERY LOVELY LADY...

...**YOUR WIFE,** I BELIEVE!

PETER, MY DARLING... CAN YOU EVER FORGIVE ME?!

I CAME HERE TO WARN YOU AND BEN, BUT I'VE ONLY MADE THINGS SO MUCH WORSE!

THIS IS MY FAULT, **ALL MINE!**

MARY JANE AND I HAD A REAL SHOT AT LIVING HAPPILY EVER AFTER, BUT I HAD TO KEEP **PUSHING,** KEEP **DIGGING!**

GOD!

IF ANYTHING SHOULD HAPPEN TO HER OR THE BABY --!

IF YOU CAN **HEAR** ME UP THERE... **YOU WIN!** I GIVE UP!

WHO is this joker?!

Someone from MY past --

-- or PETER'S?!

We both have so many old enemies who are supposed to be DEAD!

People like... THE JACKAL!

KRAVEN!

DOCTOR OCTOPUS!

THE BIG MAN!

THE ORIGINAL GREEN -- GOOD LORD!

Could he be Harry?!

GAUNT!

THE *REGENERATOR* IS FINALLY ON-LINE!

I CAN INITIATE THE *REBIRTH PROCEDURE* ON YOUR COMMAND!

IT'S ABOUT *TIME*, TRAINER!

OUR *GUEST* SEEMS TO BE GROWING QUITE AGITATED!

BUT THAT IS EASILY *REMEDIED!*

GAS --!

And he caught me in MID-LEAP!

I-I've got to keep FIGHTING! C-can't lose CONSCIOUSNESS!

Ah I WAS HOPING YOU'D BE INTRIGUED...

UNFORTUNATELY, THOUGH IT ISN'T THE NAME YOU ONCE KNEW, I'M AFRAID YOU'LL HAVE TO SETTLE FOR CALLING ME *GAUNT!*

MY *EMPLOYER* HAS REQUESTED THAT I KEEP MY TRUE IDENTITY... AND *HIS*... A SECRET FOR NOW!

Y-YOUR EMPLOYER --?!

ANOTHER FORMER *ACQUAIN-TANCE!*

WHO ARE YOU?

IT'S A PITY THAT YOU CAN NO LONGER HEAR ME, I WISH I COULD TAKE CREDIT FOR THE WAY YOU'VE BEEN ***PLAYED*** FOR SO VERY LONG! ***ALAS...*** I CANNOT!

BUT I WILL TAKE THE SMALL VICTORIES -- SUCH AS THIS -- WHERE I FIND THEM!

I don't know how long I'm UNCONSCIOUS. The DARKNESS is soothing and peaceful. Its departure unveils a real NIGHTMARE...

ALL IS *READY*, GAUNT!

THE *REGENERATOR* HAD BETTER WORK AS PROMISED!

BOTH OUR LIVES DEPEND UPON IT!

AT LAST! AT LONG LAST! MY BODY WIL SOON BE *RESTORED!*

MY STRENGTH AND VITALITY *RETURNED!*

NO LONGER WILL I BE A *WALKING CORPSE!*

NO MORE WILL I BE *IMPRISONED* WITHIN THIS STIFLING SUIT!

PETER, WE'VE GOT TO HELP SPIDER-MAN!

WHY?! HE'S THE REASON WE'RE IN THIS MESS! LET *HIM* TAKE THE RISKS!

YOU GOT A *PROBLEM*, PARKER?

ONLY WITH *YOU*, WEBS!

W-WHEN DID Mrs.PARKER JOIN THE FESTIVITIES?

DON'T KNOW... BUT WE GOTTA FIND A WAY TO LOSE THESE CHAINS... OR WE'RE ALL DEAD!

AND TO THINK I ONCE DOUBTED YOUR INTELLIGENCE!

AS A *HERO*...

YOU'RE A TOTAL BUST!

SIMMER DOWN, KID!

I'D LOVE TO *FLATTEN* THIS OVERRATED FREAK!

GET *HOLD* OF YOURSELF, PETER!

DON'T DEFEND HIM!

I *MADE HIM* *ALL* HE IS *TODAY!*

THIS *LOSER* IS LIVING OFF *MY REP!*

THAT CUTS *BOTH* WAYS, PARKER --!

YOU WOULDN'T EVEN *EXIST* WITH-OUT *ME!*

HA! THE PUBLICITY FROM MY PHOTOS TRANSFORMED YOU FROM A *COSTUMED JOKE*... INTO A *MAJOR SUPER-STAR!*

IMAGINE HOW *FAR* I WOULD HAVE GONE IF I'D LINKED UP WITH SOMEONE WHO HAD A LITTLE *TALENT!*

MAYBE WE SHOULD BREAK THIS UP!

WHY BOTHER?

WHAT'S THE HARM IN ENJOYING THE SHOW?

The only HARM is --

CRACK

--In giving me an opportunity to EXPAND my chest muscles!

Y-YOU GUYS WERE *FAKING!*

IT WAS ALL A *BIG ACT!*

RIGHTY-O, MY HIGHLY POLISHED PAL! AND THERE'S ALSO A *PART* FOR YOU IN OUR LITTLE DRAMA --

SPLAT-TOOM

-- AS A *PROP!*

YOU GOT A LOTTA *NERVE,* WEB-HEAD!

A HANDSOME GUY LIKE ME SHOULD'VE BEEN THE *LEADING MAN!*

IT COULD ALWAYS BE *WORSE!*

YOU MIGHT BE CAST AS A *VILLAIN* IN SOME SATURDAY MORNING *CARTOON!*

RIGHT! AND I SUPPOSE *YOU'D* PLAY THE HERO!

STRANGER THINGS HAVE HAPPENED!

It's funny how life is a constant series of changes --!

Last time I saw the MOLTEN MAN, he was a major baddie!

He's certainly MELLOWED with the years!

Present situation NOTWITHSTANDING!

So much has HAPPENED -- so many relationships EVOLVED -- during those five years PETER wore the webs!

I almost wish he and Mary Jane would stay in NEW YORK!

Uh-oh! Something tells me I'd better start focusing on the BATTLE at hand!

My SPIDER-SENSE may help me dodge incoming bullets --

-- but OTHERS aren't nearly so well-endowed!

THE REGENERATOR --!

What's Seward doing at that keyboard?!

Is he trying to shut down the machine, or --?

RUN! RUN!

THE GENERATOR IS GOING CRITICAL!

YOU *HEARD* THE MAN, TROOPS!

SECURE OUR *WOUNDED* AND --

-- CLEAR THE AREA!

LET'S *MOVE*, MARY JANE --!

B-BUT WE CAN'T LEAVE!

WE'VE GOT NO CHOICE!

CLEAR THE --

--ARRGH!

M-MY GOD!

THAT POOR MAN!

IT COULD HAVE BEEN *YOU!*

PETER, WE'VE GOT TO RESCUE THE MAN IN THE MACHINE! HE CAN ANSWER YOUR *QUESTIONS!*

FORGET THEM!

THEY'RE NO LONGER IMPORTANT!

YOUR SAFETY IS *ALL* THAT MATTERS TO ME NOW!

T-THAT GIZMO'S GONNA *BLOW --!*

YO, WEBS! WE GOTTA MAKE TRACKS!

BOY! AREN'T YOU LOADED WITH BRIGHT IDEAS!

ANY CHANCE OF REACHING *GAUNT?!*

NAH! AS MUCH AS I'D LOVE TO NAB HIM --

"--I'M AFRAID HE'S ALREADY *TOAST.*"

AYEE

CHEER UP, PARKER! MY STEP-SISTER WOULD NEVER FORGIVE ME IF YOU GOT SQUASHED!

HOPE YOU BROUGHT YOUR CAMERA! IT'S ABOUT TIME THE WORLD SAW ME MAKING LIKE A *HERO!*

HA! I'VE HAD THAT KIND OF *FAME,* AND IT'S ALL TOO *FLEETING!*

OH, NO!

THE CEILING --!

SEWARD! IT'S TIME TO GO!

NOT YET!

I'VE GOT TO DELAY THE *BLAST* --

--UNTIL YOU'RE ALL *CLEAR!*

The raging fire and collapsing ceiling make it a little difficult to find a clearly marked EXIT --

-- so we make our own!

SKRAAB!

W-WE MADE IT!

WE'RE SAFE!

NOT ALL OF US!

YOU GOING BACK FOR TRAINER --?

YOU HAVE TO ASK?!

WHATEVER HE'S DONE, THE MAN WAS MY FRIEND!

I CAN'T JUST ABANDON HIM TO --

SEWARD --!

O, GOD!

SEWARD!

It isn't the flames which scald my face, nor the smoke which blinds my eyes...

...it's the tears...

...the tears!

WHAT A FREAKIN' MESS! MULTIVEX MAY BE FINISHED, BUT I NEVER DID LEARN HOW OR WHY THEY WERE TIED TO OSBORN INDUSTRIES!

I'D SPARE YOU A LITTLE SYMPATHY, BUT I'M ALREADY TAPPED OUT.

WHY ARE YOU SO DOWN?

TOO LONG A STORY!

Peter and I came here to learn WHO we really are --

-- and WHERE we actually came from!

At least Peter has Mary Jane and his impending fatherhood to comfort him...

...I hope he can eventually learn to accept the fact that the PAST and its SECRETS may be lost forever --

-- and we've got to get on with our lives by living in the PRESENT, and embracing the FUTURE!

Easier said than done!

BEN, I KNOW HOW MUCH SEWARD MEANT TO YOU...

...I AM SO SORRY FOR YOUR LOSS!

One thing still troubles me...

...was he really trying to SALVAGE the regenerator at the end --

-- or did he deliberately sabotage it?!

I'll never know!

INTERESTING STORY IN THIS MORNING'S ***DAILY BUGLE!***

THEY THEORIZE THAT LAST NIGHT'S FIRE AT ***MULTIVEX*** WAS THE RESULT OF ***INDUSTRIAL SABOTAGE!***

SABOTAGE?!

I CAN'T IMAGINE ANYONE ***CAPABLE*** OF SUCH A REPULSIVE AND CONTEMPTIBLE ACT!

ARE YOU MAKING AN ***ACCUSATION --?!***

WHETHER HE IS OR NOT, THE FACT REMAINS THAT YOU TWO BUNGLERS COULD HAVE JEOPARDIZED ***EVERYTHING!***

FOR ***YEARS*** I HAVE SECRETLY BUILT MY CRIMINAL EMPIRE!

CAUTIOUSLY ***MANIPULATING*** EVENTS AND PEOPLE FROM THE SHADOWS!

I REALIZE THAT ***SPIDER-MAN***... AND ***PARKER***... WERE GETTING TOO CLOSE... AND HAD TO BE DISCOURAGED...

...BUT I CANNOT CONDONE THE LOSS OF ***MULTIVEX!***

THAT INSUFFERABLE PAIR WILL EVENTUALLY PAY FOR ***ALL*** THEY HAVE COST ME --

-- BUT IT SHALL BE AT A TIME AND PLACE OF MY ***CHOOSING!***

THE END... *FOR NOW!*

MARVEL® Comics

SPIDER-MAN

MAY '96 12

SPIDER-MAN® UNLIMITED

APPROVED BY THE COMICS CODE AUTHORITY

GRAVE MATTERS!

WHO DID

SPIDER-MAN MURDER?

YEAH, LIKE I *NEED* THIS RIGHT NOW...

J.JONAH JAMESON WILL PAY YOU

$100,000.00

IF YOU CAN HELP SOLVE THIS CASE

BROADWAY'S BIGGEST SMASH!
FABLES OF THE RECONSTRUCTION
A STAN LEE MUSICAL
WHAT YOU NEED, SPIDER-MAN...
...IS TO MAKE IT EASY ON YOURSELF AND TELL ME WHERE THAT SKELETON IS... NOW!
NO, BEETLE, WHAT I NEED IS A TWENTY-FOOT-TALL CAN OF RAID!

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YOUR CEASELESS *PRATTLING* WILL *NOT* SAVE YOU FROM MY *ELECTRO-BITE!*

NO, BUT MY HANDY-DANDY *SPIDER-REFLEXES* WILL!

THWAK

THWAP

WEB-SHOOTERS!

SEE, IT'S CALLED BEING *WELL-ROUNDED*, BUG-BOY...

...WALL-CRAWLING ABILITY, SPIDER-STRENGTH, ULTRA-FAST REFLEXES, AND--OH *YEAH!*

MY *WINGS--!*

THAT'S THE *BEST PART* OF BEING SPIDER-MAN--SWINGING AROUND ON THE *WEBS!*

SEE WHAT I *MEAN?* ISN'T IT THE *JINKIEST?*

HUURK

THERE'S *GOT* TO BE AN *EASIER* WAY THAN THIS TO FIND THAT *SKELETON...*

KTAAASH

ZZZTT

GOOD, YOU'RE GETTING THE HANG OF IT!

JUST BE CAREFUL YOU DON'T--

WHOOPSIE.

GUESS YOU'RE NOT QUITE READY FOR A SOLO FLIGHT YET, SPARKY.

I SUPPOSE I SHOULD PULL YOU OUT OF THOSE ELECTRICAL WIRES AND HAND YOU OVER TO THE COPS AGAIN, HUH?

THEN AGAIN, HANDING YOU OVER AFTER THE KAINE FIASCO* OBVIOUSLY DIDN'T DO THE TRICK, SINCE YOU'RE OUT AND ABOUT AGAIN.

GOD BLESS THAT AMERICAN LEGAL SYSTEM!

* SPIDEY UNLIMITED #9. --UNLIMITED RALF

WHOA-- SPIDER-SENSE--

SHROOM

GOT TO MOVE!

GET DOWN HERE, YOU WALL-CRAWLING WIMP!

OR THE SKELETON I DELIVER TO THE DAILY BUGLE WILL BE YOURS!

WHO THE HECK--?

AW, GEEZ...

"...IT'S THE SHOCKER!"

FINE, IF THAT'S THE WAY YOU WANT IT...

THE WAY I WANT IT, MATTRESS-FACE...

...IS FAR AWAY FROM ALL THESE BYSTANDERS!

GET BACK HERE, YOU COWARD!

I CAN'T FLY!

AND THIS IS MY FAULT?

GEE, THAT SOUNDS FAMILIAR.

DON'T YOU LOSERS AT LEAST CHECK YOUR "THREATENING DIALOGUE!" WITH EACH OTHER BEFORE LASING IT ON ME?

I WANT THAT SKELETON, SPIDER-MAN!

AND I MIGHT JUST TAKE YOURS, TOO, FOR GOOD MEASURE!

THIS GUY I DON'T EVEN RECOGNIZE!

THIS IS GETTING RIDICULOUS!

I'LL JUST HAVE TO GET HOME AND CHANGE OUT OF COSTUME...

...'CAUSE I'M OBVIOUSLY NOT GOING TO GET ANY PEACE AS SPIDER-MAN RIGHT NOW--

THWIP

WHOA--! ENERGY BEAM-- JUST MISSED ME!

NOW WHO--?

I CAN'T SPEAK FOR JACK O' LANTERN, WEB-SLINGER, BUT I ASSURE YOU...

...SCORPIA DOES NOT "THREATEN"!

YEAH, WELL, NEITHER DOES BOOMERANG!

I'M GONNA BE THE ONE WHO COLLECTS THAT REWARD MONEY--

NO NEED TO POSTURE, BOOMERANG--WE ALL WANT THE SAME THING, AND IF WE WORK TOGETHER, WE CAN SURELY HAVE IT!

YEAH, AND WE CAN SPLIT THE REWARD... ALONG WITH SPIDER-MAN'S BODY!

OY...

...THANKS A LOT, JONAH...

TWENTY MINUTES AND SEVERAL DOZEN BRUISES LATER...

FINALLY MADE IT HOME...

...BUT TALK ABOUT YOUR ROUGH COMMUTES!

RIGHT NOW, ALL POOR BEN REILLY WANTS TO DO IS SINK BACK ON HIS COMFY COUCH AND CATCH HIS BREATH...

...AND IF EVERYTHING IN HIS FREAKIN' APARTMENT HADN'T BEEN STOLEN*, THAT'S EXACTLY WHAT HE'D DO!

*IN AMAZING #411! --RALF THE THIEF

>SIGH<

OH, IT'S JUST A WONDERFUL LIFE.

10,000 REWARD

WHAT THE HECK AM I GOING TO DO?

THE MORE I THINK ABOUT THIS SITUATION, THE MORE HOPELESS IT SEEMS TO BE!

IT'S ALL GOTTEN SO COMPLICATED, SO QUICKLY.

...

BUT THERE'S GOT TO BE AN ANGLE I'M MISSING. LET'S GO OVER IT AGAIN...

IT ALL STARTED FIVE YEARS AGO, WHEN SPIDER-MAN DUMPED THE DEAD BODY OF HIS CLONE INTO A SMOKE-STACK IN BROOKLYN.

HE THOUGHT IT WAS THE END OF THE STORY... BUT IT WAS REALLY JUST THE BEGINNING.

FOR YEARS, I BELIEVED MYSELF TO BE THAT CLONE. I ADOPTED THE NAME BEN REILLY AND MADE A LIFE FOR MYSELF, FAR AWAY FROM THE "REAL" SPIDER MAN, PETER PARKER.

THEN, NOT SO LONG AGO, PETER AND I FINALLY MET, FACE-TO-FACE!

AT FIRST, EVERYONE ASSUMED THAT PETER WAS INDEED THE ORIGINAL AND I WAS THE CLONE...

...UNTIL GENETIC TESTING INDICATED THAT THE REVERSE WAS TRUE!

WE BOTH HAD SOME TROUBLE HANDLING THAT LITTLE BOMBSHELL.

EVENTUALLY I ADOPTED THE SPIDER-MAN PERSONA...

...AND PETER, HAVING LOST HIS SPIDER-POWERS, LOOKED FORWARD TO A PEACEFUL LIFE WITH HIS WIFE, MARY JANE, AND THEIR BABY-TO-BE.

UNTIL THINGS GOT EVEN FREAKIER.

A SKELETON WEARING SHREDS OF A SPIDER-MAN COSTUME WAS FOUND AT A BROOKLYN SMOKESTACK!

PETER AND I HAD TO FIND OUT THE TRUTH ABOUT THAT SKELETON.

SO I STOLE IT, RIGHT FROM THE POLICE MORGUE... RIGHT IN FRONT OF DAILY BUGLE PUBLISHER J. JONAH JAMESON HIMSELF!

THE AVENGERS HELPED US RUN TESTS ON THE BONES WHICH CONFIRMED OUR SUSPICIONS -- IT WAS THE SKELETON OF A PETER PARKER CLONE, DUMPED DOWN THE STACK ALL THOSE YEARS AGO!

WHICH ONCE AGAIN THREW EVERYTHING PETER AND I BELIEVED ABOUT OURSELVES INTO QUESTION.

MEANWHILE, JAMESON, SMELLING A CHANCE TO SIMULTANEOUSLY EMBARRASS SPIDER-MAN AND SELL SOME PAPERS...

...OFFERED A HUGE BONUS TO ANYONE ON THE BUGLE STAFF WHO COULD GET A LEAD ON THE WHEREABOUTS OF THE SKELETON!

...MARY JANE AND I URGED PETER TO SNAP A PHOTO OF ME WITH THE BONES, THEN COLLECT THE BONUS MONEY.

SINCE WE KNEW EXACTLY WHERE THE SKELETON WAS...

WE FIGURED IT WAS THE ONLY WAY TO HAVE ANYTHING GOOD COME FROM ALL OF THIS.

WE HAD NO IDEA JUST HOW FAR JONAH WAS WILLING TO GO WITH IT, HOWEVER.

AS SOON AS HE GOT THE PICTURE, HE PLASTERED IT ALL OVER TOWN AS "PROOF" OF SPIDER-MAN'S TREACHERY...

... AND OFFERED A $100,000 REWARD TO ANYONE WHO COULD RECOVER THE SKELETON!

EVEN WORSE, HE ANNOUNCED HIS PLANS ONCE THE SKELETON WAS RETRIEVED...

... DR. SHYAM HOLKAR--THE WORLD'S PREEMINENT FORENSIC RECONSTRUCTIONIST--WOULD BE USING CUTTING-EDGE TECHNOLOGY TO RECONSTRUCT THE FACIAL FEATURES OF THE "VICTIM!"

AND NOW EVERYONE IS AFTER THAT SKELETON... I'M BEING PLAGUED NOT ONLY BY THE COPS, BUT BY EVERY TWO-BIT MERCENARY IN TOWN!

EVERYBODY'S TRYING TO SHAKE ME DOWN TO GET TO THE SKELETON, BECAUSE I'M THE ONLY LEAD.

BUT IF I RETURN IT, THEY'LL RECONSTRUCT IT... AND PETER AND I WILL HAVE A TRUCKLOAD OF STICKY QUESTIONS TO ANSWER!

;SIGH!<

JONAH'S RUN THAT PHOTO FULL-PAGE EVERY DAY THIS WEEK SO FAR--

WAIT A MINUTE--THAT PHOTO CREDIT!

I'M NOT THE ONLY LEAD!

PETER TOOK THIS PICTURE, AND EVERYONE KNOWS IT!

AND IF THEY'RE COMING AFTER ME, THEN SOMEONE'S PROBABLY GOING TO COME AFTER PETER, TOO...

"...AND HE DOESN'T HAVE HIS SPIDER-POWERS TO DEFEND HIMSELF!"

--GREAT ROOM SERVICE, HUH, TIGER?

EVERYTHING ALWAYS TASTES BETTER WHEN SOMEONE ELSE COOKED IT FOR YOU.

HUNH?

OH, YEAH, HONEY... SURE DOES.

A LITTLE DISTRACTED, ARE WE?

SORRY, I CAN'T STOP THINKING ABOUT THIS SKELETON PHOTO THING.

IT WASN'T SUPPOSED TO TURN OUT THIS WAY, MJ.

IF I HADN'T TAKEN THAT PICTURE, BEN WOULDN'T BE IN THE SITUATION HE'S IN NOW.

HE'S A WANTED MAN, HUNTED DOWN BY EVERY COP AND EVERY MONEY-GRUBBER AROUND...

...AND HE'S HOLDING OUT, MAINLY BECAUSE HANDING OVER THE SKELETON WOULD BLOW MY SECRET IDENTITY--

BLEEP BLEEP

HELLO?

PARKER! I WANT YOU DOWN HERE TODAY... RIGHT *NOW*, IN FACT!

GEE, JONAH, YOU'RE ALMOST MAKING ME FEEL *WANTED* LATELY.

THAT *DECAF* REALLY MAKES A *DIFFERENCE*, HUH?

KEEP CRACKING *WISE* AND I'LL JUST GIVE THIS PLUM *ASSIGNMENT* TO SOMEONE *ELSE*, PARKER.

IT'S *EASY MONEY*, BUT IF YOU DON'T *WANT* IT...

SORRY, JONAH... SOMETIMES MY SCINTILLATING *WIT* WAKES UP BEFORE I DO.

I'LL BE THERE IN HALF AN HOUR.

SO WHAT AM I SHOOTING *THIS* TIME?

WHAT DO YOU *THINK*? *SKELETONS!*

I.D. SEEMS FINE...GO RIGHT IN, MR. PARKER.

THANKS.

--NOT GOING TO GO ALONG WITH THIS FOR VERY LONG, JAMESON...

...AND LIKE I TOLD YOU, I STILL THINK THAT SKELETON IS JUST FROM SOME DOOFUS WHO DRESSED UP LIKE SPIDER-MAN, CLIMBED UP THE SMOKE-STACK, AND FELL IN!

THIS CITY IS FULL OF CRAZIES.

AND NOW YOU'VE GOT EVERY ONE OF THOSE CRAZIES DIGGING UP BONES TO COLLECT YOUR REWARD MONEY!

YES, DETECTIVE, BUT--

PARKER! ABOUT TIME...!

GOOD TO SEE YOU, TOO, JONAH.

PARKER, HUH?

THE ONE WHO TOOK THE FAMOUS SKELETON PHOTO, RIGHT?

YOU STILL SURE YOU CAN'T TELL US ANYTHING MORE ABOUT HOW YOU GOT THAT SHOT?

FIRST, I WANT YOU TO GET SOME SHOTS OF DETECTIVE SERGEANT MASON HERE, AS SHE OVERSEES THIS CRITICAL SCREENING PROCESS.

RIGHT PLACE, RIGHT TIME, I GUESS.

I'VE ALREADY TOLD YOUR DEPARTMENT EVERYTHING I KNOW, DETECTIVE.

I'M JUST HERE TO TAKE SOME MORE PRETTY PICTURES!

ALL RIGHT.

BOTTOM LINE, JAMESON--I'M NOT LETTING THIS MEDIA CIRCUS GO ON INDEFINITELY.

THE ONLY REASON WE'VE ALLOWED YOU TO POST THIS REWARD IN THE FIRST PLACE IS THAT WE DON'T HAVE ANY OTHER LEADS...

...NO IDEA HOW LONG THE SKELETON WAS IN THE SMOKESTACK, NO POSITIVE I.D., NO WITNESSES.

THIS WHOLE THING IS COMING OUT OF YOUR BUDGET, NOT OURS, AND YOU JUST MIGHT TURN SOMETHING UP.

BUT THE SECOND THIS REFLECTS BADLY ON THE NYPD--

I ASSURE YOU, DETECTIVE, THIS IS GOING TO WORK OUT FOR ALL OF US!

YOU GET YOUR STOLEN SKELETON BACK, AND I GET TO FIND OUT JUST WHOSE DEAD BODY SPIDER-MAN DIDN'T WANT US TO SEE.

HENH, WITH YOUR RECONSTRUCTIONIST, HOLKAR?

I WOULDN'T PUT TOO MUCH FAITH IN THAT LEADING US ANYWHERE.

HIS COMPUTER RECONSTRUCTION TECHNIQUE IS SO EXPERIMENTAL THAT NO ONE BESIDES HIM THINKS IT CAN WORK.

ACTUALLY, I'VE READ ABOUT HOLKAR'S THEORIES...

...AND HIS PROCESS IS REVOLUTIONARY, STATE-OF-THE-ART, ONE-OF-A-KIND.

IF IT WORKS HALF AS GOOD AS HE SAYS IT DOES, HE MAY BE UP FOR A NOBEL PRIZE!

LET ME SHOW YOU DR. HOLKAR'S MACHINERY AT WORK, DETECTIVE...

...I THINK IT'LL DO A LOT TO QUELL YOUR QUITE UNDERSTANDABLE FEARS!

MM-HMM.

JUST DO ME A FAVOR, ALL RIGHT, JAMESON?

DON'T BOTHER PRETENDING TO BE A NICE GUY.

I'M A DETECTIVE, REMEMBER?

AH, HERE WE ARE...

...DOCTOR HOLKAR!

EXIT

:SIGH!:

DOCTOR, I'D LIKE TO ARRANGE A LITTLE *DEMONSTRATION* FOR MY *FRIEND* HERE, IF POSSIBLE.

I SEE.

AND THE *PURPOSE* OF THIS DEMONSTRATION IS...?

TO SEE IF I PULL THE *PLUG* ON THIS LITTLE CIRCUS RIGHT *NOW*, DOC.

SEE, I CAN'T ALLOW YOU AND JONAH HERE TO MAKE A *MOCKERY* OF POLICE *FORENSICS*, AND--

MOCKERY?!

I REALIZE IT MAY BE BEYOND SOME *FEEBLE INTELLECTS* TO COMPREHEND EXACTLY WHAT I'VE *ACCOMPLISHED* WITH THIS PROCESS, BUT--

BUT WE NEED A *DEMONSTRATION*.

NOW.

OR IT'S *OVER*.

MMRMM... FINE.

NO PROBLEM, *RIGHT*, DR. HOLKAR?

I DON'T SUPPOSE YOU BROUGHT ONE OF THE BOGUS SKULLS TO USE FOR OUR "DEMONSTRATION"?

I COULD SCAN THE DETECTIVE'S HEAD, BUT I'M NOT SURE THE EQUIPMENT WOULD REGISTER HER--

HERE'S YOUR VOLUNTEER, DOCTOR!

HUNH? NO, WAIT--

--REALLY, JONAH, I'D REALLY RATHER NOT... I'M HERE TO TAKE THE PICTURES...

NONSENSE, MY BOY...

I KNOW YOU USED TO FANCY YOURSELF A SCIENTIST...

...SO YOU SHOULD KNOW WHAT AN HONOR IT IS TO BE IMMORTALIZED BY DR. HOLKAR'S REVOLUTIONARY PROCESS!

YEAH, BUT IT'S AN HONOR I CAN'T AFFORD TO TAKE!

THEY HAVE DENTAL RECORDS ON THE CLONE'S SKELETON! IF THEY SCAN MY SKULL, THEY MIGHT COMPARE THE RECORDS AND REALIZE WE'RE IDENTICAL!

BUT I CAN'T SQUIRM MY WAY OUT OF THIS... NOT WITH DETECTIVE MASON ALREADY SUSPICIOUS OF ME!

WHUMMMMMMM

CLOSE YOUR EYES, YOUNG MAN.

THE SCANNING PROCESS TAKES MERE *MOMENTS*, AND DOES NOT AFFECT THE SUBJECT ANY MORE THAN A STANDARD *X-RAY* WOULD.

WHUMM

THAT'S IT. YOU CAN GET UP NOW.

TH-THANKS...

THERE'S THE SCAN.

FIRST WE'LL STRIP OFF THE *FLESH* AND *MUSCLE*, LEAVING JUST THE SKULL.

I'VE JUST *PURGED* THE FLESH AND MUSCLE *DATA*. AS FAR AS THE *COMPUTER* IS CONCERNED, THE SKULL IS ALL THAT EXISTS.

NOW TO ACTIVATE THE *RECONSTRUCTION PROGRAM*, WHICH WILL RECONSTRUCT THE SKULL WITH NO ADDITIONAL DATA FROM ME, APART FROM THE *HAIR COLOR*...

TEK

...AND *THERE* YOU *ARE*.

WHOA.

NOT BAD.

BUT THAT *DOESN'T* CHANGE THINGS ALL THAT MUCH, JAMESON.

THIS PUBLICITY STUNT IS *STILL* GETTING OUT OF HAND.

I'M GIVING YOU *TWENTY-FOUR HOURS* TO RECOVER THE SKELETON. AFTER THAT, THE GAME'S *OVER*.

MY GOD...IF THESE GUYS MANAGE TO GET THEIR HANDS ON THE CLONE'S *SKELETON*...

...THE GAME'LL *BE OVER*, ALL RIGHT...

...FOR *BEN*... FOR *ME*...

"...AND FOR MARY JANE!"

USED TO LOVE THIS TOWN...

...NOW ALL I WANT TO DO IS GET OUT OF HERE, BEFORE PETER MANAGES TO GET ENTANGLED IN YET ANOTHER LITTLE "ADVENTURE"--

AAAAH!

TAP TAP

GEEZ! SCARED THE NECK OUT OF ME, BEN!

THESE WINDOWS DON'T OPEN...

...GO AROUND TO THE TERRACE.

GOT IT.

SORRY TO POP IN ON YOU LIKE THIS, MJ.

I TRIED CALLING, BUT THERE WAS NO ANSWER--

I WAS IN THE SHOWER.

SO WHAT'S THE EMERGENCY THIS TIME?

I'VE GOT TO TALK TO PETER. IS HE HERE?

NO, HE GOT CALLED DOWN TO THE BUGLE FOR ANOTHER "PLUM ASSIGNMENT."

WHY, WHAT'S WRONG?

NO NEED TO HURRY HER... SHE'S ALREADY BEEN THROUGH SO MUCH.

I, UH...I JUST WANTED TO ASK HIM A QUESTION ABOUT THAT STUPID SKELETON THING.

NO BIGGIE.

FINE, DON'T TELL ME WHAT'S REALLY GOING ON.

WELL, YOU'LL FIND HIM AT THE BUGLE.

POOR THING. SHE KNOWS SOMETHING'S UP...

...BUT SHE ALSO KNOWS SHE PROBABLY DOESN'T WANT TO KNOW.

EVER SINCE I RE-ENTERED MJ'S AND PETER'S LIVES, IT'S BEEN A ROLLER COASTER RIDE FOR ALL OF US.

THE STRESS ON MARY JANE MUST BE HORRIBLE, ESPECIALLY WHILE SHE'S PREGNANT.

I...I WISH THERE WERE SOMETHING I COULD DO TO MAKE IT ALL RIGHT, MJ.

WELL, I... I GUESS I'LL CATCH YOU LATER, THEN, MJ...

...BYE.

WE'VE GOT TO GET OUT OF HERE, PETER.

THWIP

ROGUE THREE REPORTING... HE'S MOVING AGAIN, DOWNTOWN AND EASTWARD.

ROGER. ROGUE TWO MOVING INTO POSITION...

--STILL CAN'T BELIEVE HOW *ACCURATE* DR. HOLKAR'S RECONSTRUCTION TECHNIQUE IS!

I'VE *GOT* TO TALK TO BEN... FIGURE OUT *A PLAN!*

FINALLY.

I WAS *GOING* TO TELL HIM WE SHOULD JUST *HAND OVER* THE SKELETON AND HOPE FOR THE *BEST*...

...BUT THAT'S OBVIOUSLY *NOT* A PLAN THAT'S GOING TO *WORK!*

IF THE REAL CLONE'S SKELETON WERE REVEALED TO BE AN EXACT *DUPLICATE* OF *ME*, MY LIFE WITH MARY JANE WOULD BE THROWN INTO TOTAL *CHAOS!*

HOW COULD I *EXPLAIN* A DEAD PERSON WEARING *MY FACE?*

THE COPS WOULD START *POKING AROUND*... MY WHOLE CAREER AS *SPIDER-MAN* MIGHT BE REVEALED!

AND WHAT ABOUT *BEN?* IF SOMEONE RECOGNIZES *HIM*--

WH--

AAAAA!

THUNKK

HURGK.

THE SKELETON.

YOU'RE GOING TO TAKE ME TO IT.

I ALREADY TOLD THE COPS--

--I DON'T KNOW *WHERE* SPIDER-MAN TOOK IT--

REALLY.

WHUK

KAAGH

THEN I HOPE *PAIN* IS SOMETHING YOU *ENJOY*.

HUNH HUNH HUNH

HMM.

I COULD BE *WRONG*, BUT *YOU* DON'T SEEM TO BE *ENJOYING* THIS.

WHAT CAN I DO TO MAKE IT *MORE INTERESTING* FOR YOU...?

HUNNNNH

WHA--

WHAT'S *THAT*?

KLAKK

INCENTIVE.

PLASTIC *EXPLOSIVE* RIGGED TO DETONATE IN EXACTLY *ONE HOUR*...

...*OR* WHEN I PUSH THE BUTTON ON THE *REMOTE CONTROL* I'VE GOT IN MY POCKET.

OH MY GOD--

DON'T PLAY WITH IT.

NOW... IS IT HELPING TO JAR YOUR *MEMORY*?

OR SHALL WE WAIT FOR IT TO *SPLATTER* YOUR MEMORY ALL OVER THE *SIDEWALK*?

NO *SPIDER-POWERS*... NO WAY TO GET ANY *HELP*...

...WHAT CHOICE DO I *HAVE*?

HOWEVER, HIGH ABOVE...

NOT CRAZY ABOUT THE IDEA OF ENTERING THE *BUGLE* BUILDING, *IN* OR *OUT* OF MY SPIDEY COSTUME.

I'LL HAVE TO WAIT OUT *FRONT* AND I HOPE I SEE PETER--

HEY-- ISN'T THAT HIM RIGHT BELOW?

WHO'S THAT *WITH* HIM?

WHOA--*SPIDER-SENSE* WHEN I GET TOO CLOSE!

THAT GUY BEHIND PETER... IT'S THE *PRO!**

AND HE'S GOT SOME KIND OF *COLLAR* ON *PETE!*

* LAST SEEN IN *SPECTACULAR SCARLET SPIDER #2.*--RALF

IT'S OBVIOUSLY SOME KIND OF BOMB--MY SPIDER-SENSE WOULDN'T BUZZ SO STRONGLY IF THE PRO JUST HAD A GUN TRAINED ON PETER!

I CAN'T RISK GETTING TOO CLOSE... MIGHT PANIC THE MERC.

HE'S GOT TO BE TRYING TO FORCE PETER TO LEAD HIM TO THE SKELETON... AND WITHOUT HIS POWERS, PETER WON'T BE ABLE TO DO MUCH ELSE!

AND NEITHER WILL I, AS LONG AS THAT COLLAR IS ON PETE...

...BUT IT DOESN'T MEAN I CAN'T FOLLOW AND WAIT FOR A CHANCE TO SAVE HIM...

...AND TO KEEP THAT SKELETON OUT OF JAMESON'S GRUBBY HANDS!

THWIP

ROGUE TWO, REPORTING IN...

...SUBJECT IS MOVING SOUTH--SEEMS TO BE FOLLOWING A CAR HEADED FOR THE BROOKLYN BRIDGE.

ROGER. ALL UNITS PREPARE FOR CONVERGENCE...

FORTY MINUTES LATER, IN A STATEN ISLAND GRAVEYARD...

--SINCERELY HOPE THIS ISN'T A DECOY SKELETON YOU'RE DIGGING UP, PARKER.

I'VE STUDIED THE ORIGINAL SKULL'S DENTAL RECORDS, SO I'LL KNOW IF IT'S A FAKE.

AND I DOUBT YOU COULD THEN DIG UP THE REAL BONES IN THE TWENTY MINUTES YOU'VE GOT LEFT TO LIVE.

SPIDER-SENSE STILL WARNING ME AWAY...

...GOT TO HOPE FOR AN OPENING...

NOW DON'T GET ANY FUNNY IDEAS ABOUT HITTING ME WITH THAT SHOVEL, BOY.

IT AIN'T GONNA HAPPEN... AND EVEN IF IT DID, YOUR HEAD WOULD BE PAVEMENT PIZZA TWENTY MINUTES LATER.

THANKS FOR THE IMAGERY--

OKAY, THERE IT IS.

CHUFF

LET'S HAVE A LOOK, SHUTTERBUG.

VERY WISE DECISION, PARKER.

IT'S THE REAL THING.

PLEASURE DOING BUSINESS WITH YOU.

WAIT--!

YOU'RE JUST LEAVING ME HERE TO DIE?!

THLIK

OF COURSE NOT.

I'M A PROFESSIONAL.

TEK

!

SNAPT

THAT OP WENT DOWN JUST THE WAY I LIKE...

...SMOOTH AS A SHARP KNIFE THROUGH WARM FLESH!

WH-- SPIDER-MAN!

IN THE "WARM FLESH", BUDDY!

AAAAA

KTASSH

DIDN'T YOU SEE THE SPIDER X-ING SIGN?

HURRGH

IT WASN'T A BAD PLAN, MERC...

...AND IT ALMOST WORKED!

KRANGCH

BUT BY OPTING AGAINST COMING AFTER ME...

THUD

WHOUFF!

...YOU NEGLECTED THE POSSIBILITY THAT I MIGHT COME AFTER YOU!

NOW YOU ENJOY YOUR LITTLE NAP WHILE I GO CHECK ON THEM DRY BONES...

UNNNH...

SPIDER-SENSE AGAIN?!

NOW WHAT?

THOKKCH

OH. JOY.

WE'RE ORGANIZED THIS TIME, WEB-SLINGER!

YEAH, AND WE'RE WORKING TOGETHER, TOO!

YOUR CHOICE, "HERO"-- EASY OR HARD!

YOUR FUNERAL, THEN!

BABE, IF THERE'S ONE THING I'VE LEARNED ABOUT BEING YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN...

...IT'S THAT NOTHING COMES EASY!

SHROOM

SCREEEE

YEAH, AND ISN'T IT CONVENIENT THAT YOU'RE ALREADY IN A GRAVEYARD?

HA HA HA HA!

WATCH THE CROSSFIRE, YOU FOOLS -- HEY!

THWIP

WEBS...

YOU SURE CAN TURN A PHRASE, BOOMERANG...

...EAT HOT SHATTERANG DEATH!

POOM

UNNH!

WHUKK

...NOT!

SPIDER-SENSE GOING CRAZY--

SCREEEE

--THEY'RE COMING AT ME FROM ALL SIDES!

GOT PEPPERED WITH GRANITE SHRAPNEL...

...BUT MANAGED TO GET TO THE SKELETON BAG!

SOMEBODY STOP HIM!

HE WON'T GET FAR!

THWIP

OH, NO?

OH, NO!

MY WEB-LINE--!

SHRAAK

DON'T WORRY, SPIDER-MAN!

I WON'T LET YOU FALL...

...YET!

URNHH!

KRAKK

GOT IT!

WHERE'S YOUR "SNAPPY PATTER" NOW, HUH, WEB-HEAD?

HA HA HA HA

POOM

H--

I HATE MANIACAL LAUGHTER.

VERY UNPROFESSIONAL.

HEY! THIS BALD CLOWN JUST *OFFED* THE SHOCKER!

THOOM

BTHOOM

HE'S NOT DEAD, FOOL--JUST TRANQUILIZED!

NOW ENTERTAIN YOURSELF WITH THESE *FUSION GRENADES*...

...WHILE I TAKE HOME THE *PRIZE* I SO RIGHTLY *DESERVE*!

OH, I KNOW WHAT YOU *DESERVE*, PAL...

I ONLY WISH I STILL HAD MY *SPIDER-POWERS* SO I COULD *GIVE* IT TO YOU!

AH-AH-AAAAH...

THWUPP

WHAT THE--?

...DIDN'T YOUR MOTHER EVER TELL YOU IT'S *RUDE* TO STEAL OTHER PEOPLE'S *BONES*?

SHRAKK

...HERE WE GO *AGAIN*!

BLAST IT! DROPPED THE BAG!

UH-OH--SPIDER-SENSE GOING NUTS...

EVERYONE *BACK OFF*!

BRRT-T-T-T-T

YOU'RE *JOKING*, RIGHT?

OR WOULD THAT NOT BE "PRO-FESSION-AL"?

ARRGK!

THAT'S IT-- I'VE HAD ENOUGH OF THIS!

TIME TO KICK IT INTO HIGH GEAR!

KCHOW

OOH, WE'RE SOOO SCARED-- HEY!

OW!

WHAT THE %@$& WAS THAAAAAA

PARALYSIS STINGERS. NIGHTY-NIGHT...

YOUR TURN, JACK--

HA! THOSE NEEDLES WILL NEVER PENETRATE MY ARMOR!

YOU DON'T THINK?

THWUDD

OKAY.

AARGH!

WHOUFF!

AND THEN THERE WAS ONE.

YO, BEETS--

THWUPP

WHUURGH!

--COME TO PAPA!

YOU WON'T DEFEAT ME AS EASILY AS THE OTHERS, SPIDER-DOLT!

I AM THE BEETLE... THE BEE-- UNNH!

ISN'T IT "I AM THE WALRUS?"

GET IT? "BEETLE"... "BEATLES...?"

AAH, FORGET IT...

...SPIDER-SENSE AGAIN!

FROM WHAT? THIS GUY'S PRACTICALLY GIFT-WRAPPED!

OH, NUTS!

THE PRO'S GOT ME DEAD TO RIGHTS... AND I'M TOO ENTANGLED WITH THE BEETLE TO DODGE!

THONNG

THANK YOU FOR THINNING THE PLAYING FIELD, SPIDER-MAN...

SHRAAK

...NOW I'LL FINISH THE JOB AND BE ON MY WAY.

WHUNNG

BEEN WANTING TO DO THAT ALL DAY.

SPIDEY-- THE COPS!

WUNDERBAR.

LET ME JUST FINISH PLAYING ORKIN MAN HERE...

OH!

MEANTIME, YOU'D BETTER GET YOUR CAMERA OUT BEFORE ANYONE WONDERS WHY YOU'RE HERE.

WEEOOOEEEOOOO

NYPD

FREEZE, SPIDER-MAN!

AHH, WHAT ARE YOU WAITING FOR?

HE'S GOT THE SKELETON... JUST SHOOT HIM!

SAME OLD JONAH.

SEE YOU IN THE FUNNYBOOKS, FOLKS...

IF HE GETS AWAY WITH THAT SKELETON AGAIN, DETECTIVE...

... I'LL TELL THE WORLD JUST HOW IT HAPPENED!

WE'RE NOT GUNNING ANYONE DOWN ON YOUR SAY-SO, YOU POMPOUS BUFFOON!

NICELY PUT, DETECTIVE.

ESPECIALLY THE "BUFFOON" PART.

SORRY I DON'T HAVE TIME TO CHAT, BUT--

NO, SPIDER-MAN... YOU'RE MAKING A HUGE MISTAKE!

HUNH?!

YOUR ONLY CHOICE IS TO HAND OVER THE SKELETON!

OTHERWISE, YOU'LL ALWAYS BE A WANTED, HUNTED, HOUNDED CRIMINAL.

THINK ABOUT IT.

OKAY... I... I... GUESS YOU'RE RIGHT.

I CHECKED OUT THE CLOTH STRIPS THAT WERE FOUND ON THE SKELE-TON, DETECTIVE...

--THEY WERE FROM AN OLD HALLOWEEN COSTUME.

HAVE FUN WITH IT.

OH, BY THE WAY, JONAH...

... I'LL TAKE MY REWARD IN CASH!

WH--WHY YOU--!

ARREST HIM!

WHY?

HE'S A MURDERER FOR GOD'S SAKE!

THAT'S WHAT THIS SKELETON BUSINESS IS ALL ABOUT!

SAVE IT FOR YOUR EDITORIALS, JAMESON.

THE FACT IS, THERE'S NO EVIDENCE WHATSOEVER AGAINST THE MAN.

WE GOT BACK WHAT WE WANTED, ALONG WITH ALL THESE NOTORIOUS CRIMINALS.

WAIT-- WHAT ABOUT MY DEMONSTRATION? OUR DEAL?

FINE. YOU'VE STILL GOT A FEW HOURS LEFT, JAMESON.

WE'LL MEET YOU DOWN AT THE BUGLE.

POLICE

WELL DONE, PARKER!

COME ON!

BUT--

LET'S GO! I WANT PICTURES OF ALL THIS!

WARN HOLKAR WE'RE ON THE WAY AND WE AREN'T GOING TO HAVE MUCH TIME TO PREPARE.

CALL THE PRESS CONFERENCE FOR TWO O'CLOCK IN THE MAIN AUDITORIUM...

BEN'S FOLLOWING US... HE MUST BE GOING CRAZY TRYING TO FIGURE OUT WHAT I'M UP TO!

HE TRUSTED ME ENOUGH TO TAKE MY ADVICE...

...I ONLY HOPE HIS TRUST WAS WELL-PLACED!

PARKER! GET THAT CAMERA CLICKING, MAN!

THIS IS AN HISTORIC MOMENT!

2:05 PM.

HOPE YOU KNOW WHAT YOU'RE DOING, PETER!

IT'S BAD ENOUGH THE CLONE'S SKELETON IS IN THEIR HANDS...

...BUT WITH YOU STANDING RIGHT THERE ON STAGE, TAKING PICTURES...

...YOU'D BETTER HAVE SOME KIND OF PLAN IF "OUR" FACE POPS UP ON THAT SCREEN!

"JUST NEED TO ASK HIM A QUESTION ABOUT THE SKELETON," HUH, BEN?

HOW THOUGHTFUL OF YOU TO NOT WARN ME ABOUT THIS...

...SO I CAN FIND OUT ABOUT IT ON TV, INSTEAD!

--BEEN WORKING TIRELESSLY FOR THE BETTER PART OF A DECADE TO KEEP THESE STREETS SAFE FROM THE MENACE OF SPIDER-MAN AND VIGILANTES LIKE HIM...

...AND SO, WITHOUT ANY FURTHER ADO, I'D LIKE TO INTRODUCE YOU TO THE MAN WHO'LL BE REVEALING THE SKELETON'S TRUE IDENTITY...

...WORLD-RENOWNED FORENSICS EXPERT, DOCTOR SHYAM HOLKAR!

THANK YOU.

THE COMPUTER RECONSTRUCTION PROCESS WE INTEND TO USE TODAY HAS BEEN WELL-DOCUMENTED IN THE PAGES OF THE DAILY BUGLE...

...SO I WON'T BORE YOU WITH THE DETAILS.

I WILL SIMPLY BEGIN THE PROCEDURE... NOW!

THE SKULL IS NOW BEING SCANNED IN THREE DIMENSIONS...

...AND AN EXACT DIGITAL REPLICA OF IT IS COMPILED IN OUR DATABANKS, READY FOR RECONSTRUCTION!

WHUMMM

AND NOW, WITH THE SKULL DATA SAVED TO DISK, WE CAN EFFECTIVELY SIT BACK...

...AND LET THE RECONSTRUCTION COMPUTER DO ALL THE WORK!

TEK

AND SO WE FINALLY SEE...

...WHAT?!

THAT'S IMPOSSIBLE!

LOOK--IT'S THAT GUY ONSTAGE!

THE PHOTOGRAPHER!

WHAT'S HIS NAME?

FREELANCE GUY, WROTE THAT "WEBS" BOOK...

PARKER, THAT'S IT!

PETER PARKER!

I'M OBVIOUSLY NOT DEAD... SO WHAT WENT WRONG?

AAH, GEEZ...

NOTHING WENT WRONG! THE PROCESS WAS FLAWLESS--

WELL, THAT'S CERTAINLY INTERESTING...

...YOUR COMPUTER THINKS I'M THE DEAD GUY, HUH?

BULL COOKIES!

THAT'S THE SAME SCAN YOU DID ON PARKER EARLIER, HOLKAR...

...I WAS THERE WHEN YOU DID IT!

SOMEHOW THAT OLD SCAN GOT TRANSPOSED ONTO THIS ONE, DIDN'T IT?

NO!

THAT'S IMPOSSIBLE... AT LEAST, IT--IT SHOULD BE IMPOSSIBLE...

...I'LL HAVE TO RE-CHECK THE TRANSFER FILES, RECALIBRATE THE SYSTEM SOFTWARE, AND TRY ANOTHER SCAN IN A FEW HOURS--

NOT GONNA HAPPEN, MY FRIEND.

IT'S OVER.

I THINK THE TAXPAYERS OF NEW YORK CITY HAVE HAD JUST ABOUT ENOUGH OF YOU CHARLATANS.

AND I'D JUST LIKE TO ADD THAT THE POLICE DEPARTMENT APOLOGIZES TO THE PUBLIC AND TO THE LEGITIMATE PRESS FOR INVOLVING ITSELF WITH THESE UNRELIABLE, SELF-AGGRANDIZING, OPPORTUNISTIC PURVEYORS OF THE WORST KIND OF YELLOW JOURNALISM...

YEAH, I AGREE, BEN.

"WHEW" IS RIGHT.

THAT EVENING...

--ONLY WISH I COULD'VE SEEN JONAH'S *FACE* A LITTLE BETTER FROM WHERE I WAS *HIDING*.

WELL, DON'T *WORRY*, BEN... IT'LL BE PLASTERED ALL OVER TOMORROW'S *GLOBE*, AND *STAR*, AND *NEWS*... BASICALLY, ALL OVER EVERY PAPER BESIDES THE *BUGLE*.

JONAH'S THE LAUGHINGSTOCK OF THE ENTIRE *COUNTRY*.

OF COURSE, HE DOESN'T REALIZE THAT HE AND HOLKAR HAD ACTUALLY GOTTEN IT *RIGHT*... AND HE *NEVER WILL!*

YEAH, WELL, YOU TWO CAN *GLOAT* ALL YOU *WANT*.

BUT THE *NEXT* TIME YOU KEEP ME IN THE DARK ABOUT ONE OF THESE SITUATIONS -- LIKE, SAY, PETER BEING *STALKED* WHEN HE DOESN'T HAVE HIS *POWERS* ANYMORE...

HA HA HA HA HA HA

...I SWEAR I'LL KNOCK YOUR HEADS TOGETHER *SO HARD* YOU'LL *BOTH* THINK YOU'RE CLONES.

WELL, NO MATTER *WHAT* WE ULTIMATELY *FIND OUT* ABOUT OURSELVES, PETER, YOU PROVED ONE THING TODAY...

...WE *BOTH* HAVE THE *MOST IMPORTANT* SUPER-POWER OF ALL...

...*BRAIN* POWER!

K-KLINK

MAYBE...

...BUT A LITTLE *LUCK* NEVER HURTS, *EITHER!*

The End

MARVEL COMICS

SPIDER-MAN

JUNE '96 69

APPROVED BY THE COMICS CODE AUTHORITY

SPIDER'S PREY

JRJR
AW

GENTLEMEN, YOU HAVE DISAPPOINTED ME.

TELL ME THIS, CELL-12...

...HOW IS IT THAT WE ARE ALL THE RECIPIENTS OF THE SAME GREAT CYBERNETIC TECHNOLOGY, AND YET...

...YOU ARE ALL SUCH LOSERS?

His given name is **Peter Parker.** While in high school, he was bitten by a radioactive spider and endowed with amazing powers, which he has since used to protect the innocent and battle evil. Now he calls himself **Ben Reilly,** and as a costumed crimefighter, he continues his crusade... for he understands that with great power comes great responsibility!

STAN LEE PRESENTS:
SPIDER-MAN

IT BEGINS WITH A BANG!

NOTA WHIMPER!

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WE'LL LEARN TO LIVE WITH YOUR DISAPPOINTMENT, HOBGOBLIN.
NOW WHAT ABOUT OUR PAYMENT?
PAYMENT?
YOU SHOULD BE GLAD I'M NOT CHARGING YOU FOR THE MEDICAL ATTENTION YOU ALL REQUIRED.
DO YOU THINK UNDERWORLD-CONNECTED DOCTORS COME CHEAP? NO, GENTLEMEN... THEY DO NOT.
AND WHO DID THIS TO THE INFAMOUS CELL-12? WAS IT AN ARMY OF HEAVILY ARMED INDIVIDUALS?
NO.
IT WAS ONE MAN.
I ASKED YOU TO FEND OFF ONE MAN... SPIDER-MAN... AND YOU FAILED ME.
AND AS FOR YOU "LIVING WITH MY DISAPPOINT-MENT?"
I DON'T THINK SO.
FWHOOM
EVEN AS THE BLAST FROM HOBGOBLIN'S PUMPKIN BOMB TEARS THROUGH THE ABANDONED FACTORY...
...WE CUT TO A SLIGHTLY BETTER NEIGHBORHOOD ON MANHATTAN'S UPPER EAST SIDE.
I-I- I D-DON'T KNOW WHERE HE IS... I SWEAR!

TSK! TSK! TSK! DIDN'T YOUR MOMMY EVER WARN YOU ABOUT SWEARING, VINNIE?

THEN AGAIN, DIDN'T SHE WARN YOU ABOUT SQUANDERING THOSE YEARS OF MEDICAL SCHOOL TO GO TO WORK FOR THE UNDERWORLD, DOC?

NOW AGAIN... WHERE CAN I FIND THE HOBGOBLIN?

I-I'M TELLING YOU... I CAN'T...

YOU'RE KILLING ME HERE! I THINK MY NOSE IS BLEEDING!

DON'T WORRY, YOU'RE A DOCTOR... YOU'LL LIVE. NOW, I CAN STAY HERE ALL NIGHT.

I CAN'T!

THAT GUY'S DANGEROUS..! YOU DON'T KNOW WHAT HE'S CAPABLE OF!

Oh, BUT I DO!

YOU, SEE, HOBGOBLIN WAS MESSING IN THE LIVES OF A COUPLE OF FRIENDS OF MINE. TURNED THEIR LIVES UPSIDE DOWN*...

...AND I'M PLANNING ON STRAIGHTENING THINGS OUT.

*SEE LAST MONTH'S **SPIDEY BOOKS** FOR DETAILS. Ralfgoblin

NOOOOO

I'LL TALK!

I'LL TALK!

THWIPP

I'LL...

...TALK.

I HOPE YOU'RE NOT KIDDING WITH ME, DOC, 'CAUSE I COULD PLAY LIKE THIS ALL NIGHT.

AND I *ALMOST* NEVER MISS.

I THINK... I'M GOING TO LOSE IT...

BEFORE YOU DO, DIDN'T YOU WANT TO TELL ME WHERE TO FIND THE HOBGOBLIN? OR WE COULD ALWAYS GO *UP* AGAIN --

OKAY! THE OLD *MACRAY* WAREHOUSE ON AVENUE A. THE *OLD* ONE!

THANK YOU, Dr. VINNIE!

HOW DID YOU FIND OUT ABOUT MY CONNECTION TO HOBGOBLIN? NOT EVEN THE COPS KNOW ABOUT ME!

YOU MIGHT SAY I GOT A BROTHER...

"...WHO'S GOT CONNECTIONS."

WHAT WAS HE THINKING?

WHO COULD *THIS* POSSIBLY FOOL?

FWISH

SALE

I DON'T KNOW, *PETER*...

...FOR A MINUTE I THOUGHT I WAS STARING AT BRAD PITT.

HOW'S IT LOOK ON ME?

WELL... PAMELA LEE YOU'RE NOT, BUT...

...I THINK I CAN SETTLE FOR SOMEONE TEN TIMES AS BEAUTIFUL, MARY JANE.

GOOD SAVE, BUDDY.

HEY, NOW THAT I'M NOT WEB-SLINGING, I'VE GOT TO TAKE MY RISKS WHERE I CAN.

25% OFF

SPEAKING OF WHICH... I WONDER HOW BEN IS DOING WITH THE LEAD I GOT HIM AT THE BUGLE ON THAT UNDERWORLD DOCTOR?

I'M SURE BEN CAN HANDLE HIMSELF, BUT...

...SPEAKING OF THE ***BUGLE***...

...WHAT DO YOU THINK JONAH WANTS TO TALK TO YOU ABOUT THIS AFTERNOON?

PROBABLY JUST WANTS TO SETTLE UP NOW THAT THE WHOLE SKELETON THING IS SETTLED.

AND THEN YOU AND I CAN GET BACK TO OUR LIFE IN PORTLAND.

DO YOU EVER MISS IT BACK HERE?

MAYBE... A LITTLE.

34ST

Oh, NOW, Mr. PARKER... YOUR LIFE SEEMS TO BE GOING ALONG JUST FINE.

WE'LL HAVE TO SEE WHAT MORE WE CAN DO ABOUT THAT.

THE DAILY GRIND WAS ONCE A NEIGHBORHOOD LANDMARK.

A FAMILY-OWNED BUSINESS... A PLACE TO HANG OUT AND SHARE A CUP OF COFFEE WITH A FRIEND.

THE PLACE AT WHICH BEN REILLY CHOSE TO START REBUILDING HIS LIFE IN NEW YORK CITY AFTER A FIVE-YEAR EXILE.

BUT THAT WAS ALL BEFORE THE HOBGOBLIN SET UPON THE TASK OF TEARING THE LIVES OF PETER PARKER AND BEN REILLY APART ONE PIECE AT A TIME.

THE DAILY GRIND WAS SET ABLAZE...

...AND BEN REILLY WAS FRAMED FOR IT.

AND NOW, AS SHIRLEY WASHINGTON STARTS TRYING TO REBUILD THE BUSINESS SHE SPENT HER LIFE CREATING...

...SHE RECEIVES A MOST UNEXPECTED VISIT.

MOM? IT'S...

...SPIDER-MAN! WAY COOL!

DEVON! GET OVER HERE... NOW!

SORRY IF I FRIGHTENED YOU, MA'AM...

...BUT I JUST WANTED TO TELL YOU HOW SORRY I AM THAT THIS ALL HAPPENED...

...AND HOW GLAD I AM TO SEE YOU REBUILDING.

I ALSO WANTED TO PROMISE THAT I'M GOING TO BRING THE PERSON RESPONSIBLE FOR WHAT HAPPENED HERE TO JUSTICE.

COOL! YOU'RE GONNA GO AFTER BEN. ALL RIGHT!

NO. THE MAN WHO WORKED HERE WASN'T RESPONSIBLE FOR THE FIRE.

BEN NEVER DID ANY OF THE THINGS THEY SAID HE DID.

IT WAS SOMEONE ELSE... AND I'M GOING TO PROVE IT.

I PRAY YOU CAN... FOR BEN'S SAKE.

SO DO I, MA'AM.

BELIEVE ME.

THE DAILY BUGLE.

ONE OF THE BIG THREE NEWSPAPERS IN NEW YORK CITY.

EVERY DAY HUNDREDS OF BUGLE STAFFERS WORK ROUND THE CLOCK TO STAY ON TOP OF THE LATEST BREAKING NEWS.

THE CITY ROOM.

THE HEART AND SOUL OF THE DAILY BUGLE.

IF IT'S HAPPENING OUT ON THE STREETS....

...SOMEONE KNOWS ABOUT IT IN HERE.

NOW THIS FEELS LIKE HOME, M.J.

CAN YOU SEE IT? *HEAR* IT? *FEEL* IT?

THIS IS LIFE HAPPENING ALL AROUND US.

TO ME IT SEEMS LIKE ORGANIZED ***CHAOS*** AT BEST, BUT...

...IT IS NICE TO SEE SO MANY FAMILIAR FACES.

YEAH, LOOK AT THEM ALL. I'VE KNOWN HALF THE PEOPLE IN THIS ROOM EVER SINCE I CAME TO WORK AS A FREELANCE PHOTOGRAPHER BACK IN HIGH SCHOOL.

"THERE'S ***CHARLIE SNOW.*** HE'S FORGOTTEN MORE ABOUT REPORTING THAN MOST PEOPLE *KNOW.*"

HEY, KID, GOOD TO SEE YOU AROUND AGAIN.

"***ANN MACINTOSH...*** ALWAYS A FRIENDLY FACE, BUT WE NEVER REALLY CONNECTED."

NICE TO SEE YOU AGAIN, PETER.

PETE! MJ! LOVE TO TALK, BUT I'VE GOT A DEADLINE!

LET'S GET TOGETHER FOR DINNER BEFORE YOU LEAVE.

"***BETTY BRANT...*** MY FIRST GROWN-UP CRUSH... AND A GOOD FRIEND."

"***BEN URICH...*** THE PULITZER PRIZE HE WON A FEW YEARS BACK HASN'T KEPT HIM OFF THE STREETS IN SEARCH OF THE NEXT BREAKING STORY."

PETER.

"***KEN ELLIS...*** STARTED A FEW YEARS BACK. HE'S AMBITIOUS... TOO MUCH FOR MY LIKING. I DON'T TRUST HIM.

"BUT ***ANGELA YIN*** SEEMS LIKE A GOOD KID... AND A FANTASTIC PHOTOGRAPHER!

"AND ***GLORY GRANT...*** GUARDING THE ENTRANCE TO JONAH'S OFFICE."

HEY, ***GLORY,*** IS THE BOSS IN?

IN -- AND IN AS SWEET A MOOD AS EVER.

COME ON... EVERYONE IS ALWAYS MISJUDGING J.J... HE'S JUST A BIG OLD TEDDY BEAR UNDERNEATH IT ALL.

"***ROBBIE ROBERTSON.*** WHAT WOULD THE BUGLE BE WITHOUT HIM?"

IT'S BEEN GREAT HAVING YOU BACK WITH US THE PAST COUPLE OF WEEKS, KID.

WISH IT COULD HAVE BEEN LONGER.

ME TOO, ROBBIE, BUT...

...YOU KNOW HOW IT IS. CAN'T KEEP LOOKING BACK.

TRUE ENOUGH.

GOT TO KEEP OUR EYES ON THE FUTURE.

Oh, WELL... J. JOHAH JAMESON, OUR ESTEEMED PUBLISHER, AWAITS.

JONAH?

YEAH, PARKER, YOUR CHECK IS ON THE DESK. THANKS FOR THE HELP.

NOW IF YOU DON'T MIND... I'VE GOT A PAPER TO RUN.

WHATEVER YOU SAY, JONAH.

ROBBIE TELLS ME THERE'S AN OPENING ON STAFF FOR A PHOTOGRAPHER.

DAILY BUGLE

HE THOUGHT YOU MIGHT BE INTERESTED.

YOU WANT ME BACK ON STAFF?

I TOLD YOU IT WAS ROBBIE'S IDEA.

LET *HIM* KNOW WHAT YOU DECIDE... AND STOP BOTHERING ME.

SURE, JONAH... I WILL.

A SHORT TIME LATER...

I DON'T KNOW, MJ... DO WE REALLY WANT TO COME BACK?

WE'RE JUST FINALLY GETTING SETTLED DOWN IN PORTLAND.

ALL I'M SAYING IS WE SHOULD SERIOUSLY THINK ABOUT THE OFFER.

OKAY... SO WHAT DO *YOU* THINK?

WHOA!

I THINK... WE'VE GOT COMPANY.

HELLO, Mr, PARKER... Mrs. PARKER.

HOPE I'M NOT INTERRUPTING ANYTHING, BUT...

...I'VE GOT SOMETHING I COULD USE YOUR HELP WITH.

YOU GOT IT, SPIDER-MAN.

THE DARK AND ABANDONED MACRAY WAREHOUSE ON THE LOWER EAST SIDE OF MANHATTAN.

WHAT AM I DOING THIS ALL FOR?

MAU

I HAVE NO *HOME.*

JUST ONE WAREHOUSE AFTER ANOTHER WHICH I USE THE MONEY FROM MY MERCENARY ACTIVITIES TO DECORATE WITH THE FANCIEST TRAPPINGS.

I HAVE NO FRIENDS.

MY EX-WIFE WOULD JUST AS SOON SEE ME DEAD...

...MY SON HATES AND FEARS ME.

I HAVE NO LOYALTIES TO ANY CAUSE.

I'VE GOT POWER, MONEY... AND NOW THESE FANCY CYBERNETICS, BUT...

...WHEN IT COMES RIGHT DOWN TO IT...

FOR DETAILS, SEE *SPIDER-MAN #49* – *Sniff. Ralf*

...I'VE...

...GOT...

KRAKOOM

...NOTHING!

AND TO TOP IT ALL OFF...

...NOW I'M TALKING TO MYSELF.

MAYBE I DON'T NEED THIS ANYMORE?

PERHAPS NOT, Mr. MACENDALE, BUT...

...WHAT REAL CHOICE DO YOU HAVE?

I WAS WONDERING WHEN YOU WERE GOING TO SHOW. WHERE ARE WE HEADING... WHAT ARE WE DOING NEXT?

WE ARE DOING NOTHING, HOBGOBLIN.

YOUR ROLE IN THIS LITTLE PLAY IS OVER. YOU ARE FREE TO GO ABOUT YOUR DULL AND DREARY EXISTENCE AS YOU SEE FIT.

FINAL FUNDS HAVE BEEN TRANSFERRED TO YOUR MOSCOW ACCOUNT. MAKE NO FURTHER ATTEMPT TO CONTACT OR FIND ME.

EXCUSE ME? WAIT A MINUTE!

IT WASN'T EVER ABOUT ***JUST*** THE MONEY! I CAN PICK UP MONEY ***ANYWHERE!***

I WAS LOOKING TO GET IN ON SOMETHING ***BIGGER.***

WHY DO YOU THINK I VOLUNTEERED TO UNDERGO THIS CYBERNETIC *GARBAGE?* I GAVE UP PART OF MY ***LIFE*** FOR YOU!

YOU PROMISED ME! YOU OWE ME --

HUGPH!

I ***OWE*** YOU ***NOTHING!***

I NEVER PROMISED ANYTHING.

LOOK FOR ME... AND YOU ***DIE.*** RAISE YOUR HAND AGAINST ME... AND YOU ***DIE.*** BETRAY ME AND --

YEAH... I GET IT. YOU'RE CUTTING ME OFF. JUST LIKE THAT? JUST LIKE I DID CELL-12.

NO... I'M ALLOWING YOU TO ***LIVE***... FOR NOW.

BUT I AM "CUTTING YOU OFF."

AS *I* WILL SOME DAY UNDOUBTEDLY BE CUT OFF BY THE ONE FOR WHOM I AM WORKING.

Oh, AND MACENDALE, YOU'RE ABOUT TO HAVE COMPANY.

SPIDER-MAN IS COMING FOR YOU. DO NOT, UNDER ***ANY*** CIRCUMSTANCE, KILL HIM.

HURT HIM ALL YOU WISH, BUT KILL HIM, AND...

AND I DIE.

KRAVEN

HEY, HOBBY! WHAT'S HAPPENING?

BEEN LOOKING ALL OVER FOR YOU!

YOU AND I HAVE SOME ***MAJOR*** UNFINISHED BUSINESS TO TAKE CARE OF!

LIKE... I WANT TO KNOW WHO PUT YOU UP TO BURNING DOWN THE DAILY GRIND!

AND ***THAT'S*** JUST THE ***FIRST*** ANSWER I WANT!

YOU WANT ANSWERS?

I'LL GIVE YOU ANSWERS. BUT FIRST...

FRRZZAATTT

COOL!

WHERE ARE YOU, SPIDER-MAN?

...AND DECIDE THAT ANSWERS WEREN'T WORTH THE PAIN?

DID YOU SUDDENLY REMEMBER THE BEATING I PUT YOU THROUGH LAST WEEK*...

* SEE LAST ISSUE. – Ralf, The Answer Man.

FWAP

NOW... ANYTIME YOU WANT TO TELL ME WHY YOU GOT INTERESTED IN PETER PARKER AND BEN REILLY... I'M ALL EARS.

YOU REALLY COULD HELP US EXPEDITE THIS WHOLE THING.

OTHERWISE IT'S FIGHT, FIGHT, FIGHT, FIGHT... WEB, WEB, WEB... PUMPKIN BOMB, PUMPKIN BOMB...

...AND THEN YOU TELL ME EVERYTHING ANYWAY.

Oh, I'LL TELL YOU EVERYTHING ALL RIGHT! *AFTER* I'M STANDING OVER YOUR BLEEDING *CORPSE!*

YOU KNOW, YOU CAUGHT ME ON A *REAL* BAD DAY, SPIDER-MAN.

NORMALLY, I'D BE WILLING TO CUT YOU SOME SLACK AND SIMPLY MAKE YOU BLEED.

BUT SOMEONE TOLD ME THAT HE DOESN'T WANT YOU DEAD.

REALLY?

WELL, IT'S NICE TO HAVE FRIENDS, Huh?

I WOULDN'T KNOW.

GEE... NOW YOU'RE MAKING ME FEEL BAD, HOBS.

HOWS ABOUT YOU AND I GRAB A CHIMNEY, SIT DOWN, AND TALK ABOUT MY MYSTERIOUS PROTECTOR?

YEAH... NICE TRY!

WELL, I THOUGHT IT WAS WORTH A SHOT!

THWAP

MY EYES!

I KNOW... DON'T YOU JUST *HATE* WHEN THIS HAPPENS?

SO... WHAT DO YOU SAY... YOU READY TO TALK YET?

IF YOU DON'T WANT TO DO THE CHIMNEY THING, WE COULD ALWAYS GO BACK INTO YOUR LUSHLY DECORATED ABANDONED WAREHOUSE.

BY THE WAY... PRETTY ORIGINAL CHOICE OF LOCATIONS.

YOU WANT THE *TRUTH*, SPIDER-MAN!?!

I'LL *GIVE* YOU THE TRUTH!

RIGHT HERE... *RIGHT NOW*... AND THEN YOU *DIE!*

OKAY... SURE... BUT REALLY...

...I'D RATHER TALK...

...INSIDE!

KTASH

THIS LOOKS LIKE A COMFY PLACE.

SO... START YAKKING AWAY.

SURE.

THE TRUTH IS -- I DID IT ALL.

TORCHING THE COFFEE SHOP... BEATING UP THE PHOTOGRAPHER... MY PEOPLE AND I WERE BEHIND IT ALL... AND THE BEST PART IS THAT SOMEONE ELSE GETS TO TAKE THE BLAME.

AND NO MATTER WHAT YOU DO TO ME... NO ONE ELSE WILL EVER LEARN THE TRUTH.

SO... NOW YOU KNOW. BUT NOBODY WILL EVER BELIEVE YOU.

THEY THINK YOU'RE AS MUCH A CRIMINAL AS I AM.

Oh, I THINK MAYBE I CAN FIND *SOME* WAY TO CONVINCE PEOPLE.

WHAT DO YOU THINK, Mr. PARKER?

I'M THINKING THAT THIS IS GOING TO MAKE THE EARLY MORNING EDITION OF THE BUGLE. RIGHT, BEN?

GOT IT ALL ON TAPE, PETE. I'M GOING TO CALL IT IN NOW AND I'LL BE CALLING IN THE COPS AT THE SAME TIME.

THANKS FOR YOUR HELP, PETER.

ANY TIME... SPIDER-MAN.

THE NEXT DAY...

DAILY BUGLE

NEW YORK'S FINEST DAILY NEWSPAPER

HOBGOBLIN CAPTURED

BY BEN URICH

I ALWAYS KNEW YOU WERE INNOCENT, BEN.

THANKS, SHIRLEY. I'M JUST GLAD WE COULD GET IT ALL STRAIGHTENED OUT IN TIME FOR THE GRAND REOPENING.

THE PLACE LOOKS BETTER THAN EVER.

HEY, REILLY, TWO PEOPLE JUST CAME IN LOOKIN' FOR YOU.

PETER! MARY JANE!

SHIRLEY, I'D LIKE YOU TO MEET SOMEONE VERY IMPORTANT TO ME.

MY COUSIN, PETER PARKER AND HIS WIFE, MARY JANE.

GOOD TO MEET YOU, MA'AM.

WILL YOU LOOK AT THAT?

BEN, IF IT WASN'T FOR THE HAIR, YOU BOYS COULD PASS FOR TWINS.

I DON'T SEE IT.

MAN, I WISH YOU TWO WERE STICKING AROUND... YOU'RE THE ONLY FAMILY I HAVE ANYMORE.

PETER...?

MJ AND I HAVE BEEN TALKING, BEN.

AND, AS MUCH AS WE LIKE IT BACK IN PORTLAND, ***THIS*** STILL FEELS LIKE HOME TO US. IT ALWAYS WILL.

I COULDN'T THINK OF HOW I COULD FIT IN WITHOUT BEING SPIDER-MAN, BUT...

...TODAY... WITH ALL THAT HAPPENED... WITH JONAH'S OFFER OF THE JOB... WITH HELPING YOU WORKING SIDE-BY-SIDE WITH BEN URICH... IT ALL JUST FELT SO RIGHT.

SO... IF IT'S OKAY WITH YOU --

KRAK

PETER...?

...WHAT HAPPENED?

LIGHTEN UP, GUYS. NOT ***EVERYTHING*** IS A CONSPIRACY. THE GLASS WAS DEFECTIVE... IT HAPPENS.

SO. BEN, WHAT'S YOUR ANSWER?

DO YOU EVEN HAVE TO ASK?

WELCOME HOME, PETER!

GLAD TO HAVE YOU BACK.

END

MARVEL COMICS

SPIDER-MAN

JUNE '96 3

SPIDER-MAN TEAM-UP

FEATURING

Fantastic Four

APPROVED BY THE COMICS CODE AUTHORITY

NIGHT. YOU CAN LOOK AT IT TWO WAYS. THE END OF ONE DAY--

--OR THE BEGINNING OF ANOTHER.

THE BEGINNING OF A VERY SPECIAL DAY, IN FACT.

WHICH IS WHY I'M ON THIS MIDNIGHT MISSION.

THIS IS SOMETHING THAT *HAS* TO BE DONE. AND DANGEROUS AS IT IS--

--I'M THE ONLY GUY WHO CAN PULL IT OFF!

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THIS BUILDING PROBABLY HAS THE FINEST SECURITY SYSTEM IN AMERICA.

NO WAY I COULD BREAK INTO IT IF I WERE A NORMAL GUY.

BUT MY *SPIDER-SENSE* CAN WARN ME OF ANY HIDDEN DETECTION DEVICES.

MY SCIENTIFIC TRAINING GIVES ME THE TOOLS TO CIRCUM-VENT THOSE DEVICES--

HECK, MAKE THAT THE *WORLD.*

--AND MY *SPIDER-STRENGTH* CAN TAKE CARE OF THE *REST.*

IF I HAD ANY *MORE* GOING FOR ME, *PEOPLE* MAGAZINE WOULD PROBABLY DECLARE ME--

--THE SEXIEST MAN ALIVE!

A CAMERA?

NO PICS TODAY, CYCLOPS!

NOTHING WILL STOP ME FROM PULLING THIS JOB OFF!

UH-OH! ROBOT SENTRY!

IF IT SENDS OUT A CONSTANT RADIO SIGNAL I COULD SET OFF THE ALARMS BY DETONATING IT!

BETTER COME UP WITH SOMETHING ELSE! I'LL WEB UP A BLANKET--

--THAT SHOULD BLOCK ITS SENSORS LONG ENOUGH FOR ME--

--TO DO *THIS!*

SNAP!

HAVE TO MOVE FASTER! I'M ALREADY BEHIND SCHEDULE!

IN A WAY, THOUGH, I NEVER EXPECTED TO GET *THIS* FAR!

TIME TO MOVE INTO THE AIR VENTS! I DON'T WANT TO STUMBLE INTO ANYONE ON THEIR WAY TO THE FRIDGE FOR A MIDNIGHT SNACK!

IT ONLY TAKES ME A COUPLE OF MINUTES, BUT I EVENTUALLY FIND MY *TARGET.*

SLEEPING AWAY, PEACEFUL AS CAN BE. UNAWARE OF WHAT'S ABOUT TO HAPPEN.

WHAT A SAP!

BREEPT! BREEPT!

I'LL SET THE TIMER FOR SIXTY SECONDS! THAT SHOULD GIVE ME PLENTY OF TIME TO ESCAPE!

SO LONG, SUCKER! BUT IF ANYONE DESERVES THIS--

--YOU DO!

BREEPT! BREEPT!

MOVE IT, SPIDEY!

WHEN THAT THING BLOWS, IT'S GONNA GET *UGLY* AROUND HERE!

BWHOOSSH!

WHU--?

WHOOZIS?

WHA--?

NY

WHAS THAT SOUND?

SOUNDED LIKE S'PLOSION...

FWAPP!

HEY!

HAPPY BIRTHDAY TO YOU, HAPPY BIRTHDAY TO YOU, HAPPY BIRTHDAY, JOHNNY STORM--

--HAPPY BIRTHDAY TO YOU!

THIS WEB!

THAT VOICE!

IT'S GOTTA BE--

--SPIDER-MAN!

EVERYTHING WENT OFF AS PLANNED! GREAT!

ONLY PROBLEM IS THAT I EXPECTED TO BE OUT OF HERE BY NOW!

WRRRRRRRRRR

SECURITY ALARMS! MY BIRTHDAY BOMB MUST'VE SET THEM OFF!

IF I DON'T SPEED IT UP--

LOOKS LIKE I'LL MAKE A CLEAN--

CRAKK!

NOT SO FAST, SQUIRT!

OUCH!

--I'M GONNA GET CREAMED SO BAD THE PAPERS WILL BE REFERRING TO ME AS *PASTED POT PETE!*

the wizards fantastic

BEN IS RIGHT, SPIDER-MAN! I BELIEVE YOU OWE US A DETAILED EXPLANATION OF YOUR ACTIONS TONIGHT!

OKAY, BUG-EYES! 'SPLAIN YERSELF OR GET TURNED INTA OUR NEW DOOR MAT!

HOLD HIM STEADY, BEN! I WANT A PIECE OF HIM!

um... WOULD YOU ACCEPT A HEART-WARMING REN-DITION OF "HAPPY BIRTHDAY"?

YOU SING BASS AND I'LL SING TENOR!

story by **DAN JURGENS** art by **BOB McLEOD**
letters by **BILL OAKLEY** coloring by **TOM SMITH** editing by **TOM BREVOORT**
editor in chief : **BOB HARRAS**

HEY! HE'S LOOKING KINDA SCRUFFY AND ALL, BUT ISN'T THAT REED RICHARDS?

MAN, IF YOU'RE STILL ALIVE I'LL BET YOU GUYS HAVE ELVIS AND JIM MORRISON HIDING OUT HERE, TOO!

YOU ARE, I ASSUME, FAMILIAR WITH THE SAYING THAT THE RUMORS OF MY DEATH WERE GREATLY EXAGGERATED!

YEAH, YOU SOUND LIKE THE REAL GUY, ALL RIGHT. UNLESS YOU'RE A CLONE OR SOMETHING.

ENOUGH POINTLESS BANTER. I'D ALMOST PREFER LISTENING TO THAT SCREECHING ALARM SYSTEM THAN YOUR BANAL COMMENTS.

CURIOUS.

SINCE WE'VE APPREHENDED THE PERSON WHO SET OFF THE ALARM, I SHOULD BE ABLE TO DEACTI-VATE IT--

--BUT IT WON'T GO OFF.

THAT CAN ONLY INDICATE ONE THING!

YEAH! YOU MUST BE USING THE SAME BATTERIES AS THAT RABBIT THAT WON'T QUIT!

WE STILL HAVE A DISTURBANCE IN JOHNNY'S ROOM!

LET'S GO!

SHEESH! I AIN'T GONNA GET MY BEAUTY REST TONIGHT!

WOW! WHAT A *MESS!* SOMEBODY OUGHTA GET YOU A DECENT MAID, TORCHIE!

GREAT DAY IN THE MORNIN'! WHAT'S *THAT?!*

UNKNOWN.

BE ADVISED THAT EXTREME CAUTION IS NECESSARY!

WE'VE ALL BEEN AROUND LONG ENOUGH TO KNOW THAT, REED!

WEIRD. I DIDN'T KNOW THE WALL-CRAWLER COULD DO STUFF LIKE THIS!

IT'S KINDA GLITTERY AND PURTY IN THERE!

LIKE A *STAR TREK* EFFECT OR SUMTHIN'!

THUNK!

--OOF--

--I CAN'T! I HAVE NO IDEA WHAT THAT IS!

I ASSUME YOU FEEL IT'S MORE THAN JUST A SPECIAL EFFECT, REED.

INDEED.

SINCE SPIDER-MAN DENIES KNOWLEDGE OF IT, WE MUST HYPOTHESIZE THAT IT COULD BE ANYONE OF A NUMBER OF THINGS.

Ah, TORCHIE PROB'LY CAUSED IT BY EATIN' TOO MUCH CHILI IN HERE!

WOULDN'T BE THE *FIRST* TIME HE--

AWWWP!

BEN! HANG ON, BIG GUY! I'LL SAVE YOU!

FLAME ON!

JOHNNY'S INCAPACITATED! THAT MEANS I'LL HAVE TO ACT!

NY

WHA-- WHAT'S WRONG WITH ME?

I CAN'T GET ANY FLAME GOING AT ALL!

uh-oh...

THIS IS *YOUR* DOING, SPIDER-MAN! YOUR WEB TOOK AWAY MY POWERS SOMEHOW!

um... ARE YOU SURE IT'S NOT YOUR AFTERSHAVE?

IF ONLY I COULD STILL PROJECT A FORCE FIELD, I COULD AT LEAST PROTECT HIM!

UNNECESSARY.

I HAVE HIM.

AT LEAST-- I THOUGHT I DID!

WHO... OR WHAT ARE YOU?

BY THE MULTIPLE EYES OF EDOR!

RELEASE ME, GOOD SIR, AND ALL SHALL BE MADE CLEAR!

I AM SHIWA VEN GARMCHEE, THE MOST POWERFUL WIZARD IN ALL PERRINOIS!

IT IS AN HONOR TO MEET YOU! JUDGING BY YOUR INCREDIBLE TALENTS, DRESS AND STATURE--

--I ASSUME YOU ARE WIZARDS AS WELL!

IS THIS A CONVENTION?

IF SO, I SHOULD HAVE BEEN NOTIFIED!

THIS IS JUST GREAT! I CAN'T FLAME ON, SUE'S LOST HER POWERS--

--AND WE'VE JUST TRADED ONE OF THE MOST POWERFUL BEINGS IN THE UNIVERSE--

--FOR A DWARF!

DWARF?! STILL YOUR TONGUE LEST I TURN YOU TO LIZARD BAIT, BOY!

SHIWA TOLERATES INSULTS FROM NO ONE!

FORGIVE THE YOUTH'S INSULTS. WE ARE UNFAMILIAR WITH THIS LAND OF WHICH YOU SPEAK.

EGAD! YOU ARE... UNAWARE OF PERRINOIS?

WHY, EVEN IN THE INFINITE UNIVERSE, WHERE BEAUTIFUL WORLDS ARE PLENTIFUL--

--PERRINOIS OUTSHINES THEM ALL!

IN PERRINOIS, MEN ARE AS MEN ARE MEANT TO BE, AND WOMEN ARE--

WELL, LET ME JUST SAY THAT THEIR BEAUTY IS UN-SURPASSED!

MY TIME IS OFT SPENT GAZING INTO THE MYSTIC POOL OF DIAMONNO, WHICH ALLOWS ME TO GAZE UPON THE WONDERS OF OTHER WORLDS!

THERE DID I WITNESS A FASCINATING SIGHT!

COUNTLESS VESSELS, FLYING AMONG THE STARS, SHOOTING BEAMS OF CONCENTRATED LIGHT AT EACH OTHER!

CURIOUS. I WONDER WHAT HE SAW...

WHOA! CHECK OUT THE TIME! MY CARRIAGE WILL TURN INTO A PUMPKIN IF I DON'T LEAVE NOW!

SEE YA!

FREEZE, WEBS! YOU GOT US INTO THIS MESS--

--AND YOU'RE GOING TO HELP GET US OUT!

IT IS *MOST* UNFASHIONABLE FOR WIZARDS SUCH AS YOURSELVES TO ARGUE SO.

AS I WAS SAYING, I HAD DISCOVERED A TRULY WONDROUS WORLD AND WANTED TO TRANSPORT MYSELF THERE!

I PROCEEDED TO DO SO... AND THE FIRST SOUND I HEARD WAS A CHOIR... OF *ANGELS*, I PRESUME...

...SINGING "HAPPY BIRTHDAY!"

I DON'T GET IT! SOUNDS LIKE COUSIN IT THERE WAS WATCHING SOME KINDA SPACE BATTLE--

--BUT HE *HEARD* SPIDEY'S TAPE PLAYER!

I WOULD SPECULATE THAT SHIWA INTENDED TO TRANSPORT HIMSELF HERE. SUCH AN EVENT WOULD NORMALLY HAVE BEEN DETECTED--

EXCEPT THAT *YOU* DISABLED OUR *SECURITY SYSTEM!*

I'M SURPRISED YOU DIDN'T BRING *GALACTUS* ALONG JUST FOR LAUGHS!

GOOD IDEA!

YOU GOT HIS PHONE NUMBER?

BY THE MULTIPLE EYES OF EDOR!

NOW WHAT?

WHY, I OUGHTA--!

AW, THIS IS NUTS! HE GOT HERE BY ACCIDENT! HE SAID HE WAS WATCHING A SPACE BATTLE, NOT FOUR FREEDOMS PLAZA!

OF COURSE! NOW I UNDERST/.ND!

MAYBE YOU DO! BUT I'M STILL TRYING TO FIGURE OUT WHAT THE SIGNIFICANCE OF ROSEBUD IS! CARE TO CLUE US IN?

Ahhh...

WONDROUS.

SIMPLY BEAUTIFUL.

YOU MUST BE GREAT WIZARDS, INDEED, IF YOU, TOO HAVE A MYSTIC POOL WHICH ALLOWS YOU TO PIERCE TIME AND SPACE!

FOR YOU HAVE FOUND THE VESSELS I SAW EARLIER!

I MUST FIND A WAY TO GET THERE!

MY NEW VIDEO GAME! HE DOESN'T REALIZE IT'S NOT R--

QUIET.

HEY, I'M ACTUALLY STARTING TO UNDERSTAND ALL THIS!

JUST LIKE I'M STARTING TO UNDERSTAND THAT YOU GUYS HAVE FORGOTTEN ALL ABOUT--

"--BEN!"

REVOLTIN'!

DAT'S WHAT DIS IS! REVOLTIN'!

FEELS LIKE I'VE BEEN FALLIN' FER-EVER!

BUT SOONER OR LATER, I'M GONNA--

KKRUH

NNHH

--HIT SUMTHIN'?

SPALOOSHH!

HEY!

I EXPECTED TA FALL INTA THE MIDDLE OF A WAR, OR DOC DOOM'S ARMORY OR SUMTHIN'!

BUT DIS--

--DIS AIN'T BAD AT ALL!

BG

AIIIEE! A MONSTER!

CROM'S BEARD! WHAT MANNER OF WIZARDRY--?

HEY, RELAX, GENTS! AIN'T LIKE I'M HERE TA SWIPE YER SOAP OR NOTHIN'!

QUIET, DEVIL-SPAWN!

NONE MAY ENTER THE ROYAL BATH CHAMBERS BUT OUR LORD AND MASTER--

--RASHEED VEN GARMCHEE, THE SUPREME WIZARD OF ALL PERRINOIS!

YEAH? WELL, I'M THE HONORABLE BENJAMIN J. GRIMM AND I GOES WHERE I PLEASE!

'SPECIALLY WHEN I GOT NO CHOICE 'CUZ I'M DROPPIN' OUTTA THE SKY!

SILENCE!

YOU TRYIN' TA TICKLE ME, CURLY?

YOUR SWORD! IT SHATTERED AGAINST HIS CRUSTY HIDE!

IT SHANT HAPPEN AGAIN!

AWRIGHT, ALREADY!

LOOK, GIRLS, I DIDN'T ASK TA GET DROPPED HERE AN' I DON'T PLAN ON STAYIN'!

SO JUST TUCK YER LITTLE SWORDS BACK IN YER POCKETS AN' I'LL BE ON MY WAY!

NEVER!

:sigh:

YOU CHUMPS SHOULDA CAUGHT ON BY NOW!

SKRUNCH!

YA CAN'T HURT ME!

RUN! HE IS UNDEFEATABLE!

HAW! WAY TA GO, SHIRLEY!

sheesh! WHAT KINDA CRAZY JOINT DID I LAND IN HERE?

JUST ONCE YOU'D THINK I'D GET LUCKY ENOUGH TA LAND IN A QUALITY POOL HALL ON YANCY STREET OR SUMTHIN'!

hmf. MIGHT AS WELL FIGGER OUT WHERE I AM.

WHOA.

THIS DEFINITELY AIN'T NEW YORK!

DON'T EVEN LOOK LIKE 1996!

WITH DESE NATURAL GOOD LOOKS O' MINE, I AIN'T GONNA HAVE A MOMENT'S PEACE, NEITHER!

UNLESS I USE--

--DIS GIZMO REED WHIPPED UP! ONE BLAST O' THE CONCENTRATED COSMIC RAYS IN DIS LITTLE BABY--

--AN' I SHOULD BE SLIGHTLY LESS NOTICEABLE!

'CEPT FER THE FACT THAT I'M STANDIN' HERE PRETTY MUCH IN MY BIRTH-DAY SUIT!

BETTER FIND ME SOME THREADS SO'S I CAN HIDE OUT 'TIL REED AND SUZIE COME LOOKIN' FER ME!

THEY *BETTER* FIND ME! I WOULDN'T EVEN *BE* HERE IF IT WUZN'T FER SPIDER-MAN!

WHEN I GET MY MITTS ON HIM--!

CITIZEN!

WE SEARCH FOR A ROCKY, ORANGE MON-STROSITY! HAVE YOU SEEN HIM?

VERILY DID MINE EYES LAY SIGHT ON SUCH A CREATURE! HE PASSED ME ON YONDER PATHWAY! HURRY, THEE, AFTER HIM!

huh?

HE WENT *THAT* WAY!

LAST TIME I EVER TRY TA SPEAK THE LOCAL TONGUE!

SUMMON THE ARMY AND WE WILL PURSUE THE MONSTER!

WHAT DO WE DO NOW? TOSS SPIDEY TO THE WOLVES HEAD FIRST?

ENOUGH JOKING AROUND, JOHNNY. WE MUST BE DILIGENT AND EFFICIENT IN OUR WORK IF WE ARE TO RESCUE BEN!

IF YOU DON'T MIND, REED, I'M THE ACKNOWLEDGED LEADER OF THE TEAM!

OOOOO...

STAND BACK, HOTHEAD! YOU WANT SPIDER-MAN TO SAVE THE DAY, SO LET'S ROCK!

THWIP!

BUT WHAT ABOUT *ME*? I WANT TO COME ALONG!

THE ASBESTOS SOLUTION IN SPIDER-MAN'S WEBBING STILL PREVENTS YOU FROM FLAMING ON, SO YOU'LL DO US MORE GOOD AS A BACK-UP!

NOT ONLY THAT, BUT YOUR BREATH IS A REAL KILLER! GO BRUSH YOUR TEETH OR SOMETHING, OKAY?

KEEP AN EYE ON SHIWA, JOHNNY! IT'S ENTIRELY POSSI-BLE HE'S NOT ALL HE APPEARS!

YOU'VE DONE SOME CRUMMY THINGS IN THE PAST, BUT THIS ONE TOPS THEM ALL, SPIDEY!

IF YOU'RE SMART, WHEREVER YOU END UP--YOU WON'T COME BACK!

WHY DID YOU DO THIS TO ME?

SIMPLE!

THE *HUMAN TORCH* BEING UNABLE TO LIGHT UP LIKE A CANDLE ON HIS BIRTHDAY IS THE VERY DEFINITION OF A GREAT GAG!

RIGHT?

I... DON'T THINK SO.

LIKE I SAID, WEB-HEAD, DON'T COME BACK!

SEE YA LATER, SUNSHINE! DON'T FORGET TO KEEP THE LIGHT ON FOR US!

HOLD ON! OUR DESCENT WILL BE A RAPID ONE!

GOOD LUCK, GANG! HOPEFULLY, IT WON'T TAKE YOU LONG--

"--TO FIND BEN."

THINK I FINALLY FIGURED SUMTHIN' OUT!

I DROPPED OUTTA DA SKY, SO IT MAKES SENSE THAT THE REST O' THE FF WILL, TOO!

IF I WANNA SEE 'EM, THE BEST PLACE TA BE IS THE HIGHEST POINT AROUND--

--AN' THAT MEANS THE CASTLE'S TOWER!

WELL, AIN'T THAT *PEACHY!* IF THERE'S ANYTHIN' I LOVE--

--IT'S CLIMBIN' A MOUNTAIN O' STEPS!

ESPECIALLY A MOUNTAIN O' STEPS WITH *GUARDS!*

HALT! WHO GOES THERE?

um... JAY OF THE HOUSE OF LENO?

'TIS *HE!* THE CAD WHO MIS-DIRECTED US OUTSIDE!

HE IS IN LEAGUE WITH THE MONSTER! SLAY HIM!

AW, C'MON! YOU GUYS GOT NO CLASS!

EVEN MY BUDDIES ON YANCY STREET KNOW ENOUGH TA BE GRACIOUS TA A VISITIN' TYPE!

BUT YOU GUYS--

--YOU DON'T KNOW NUTHIN' 'BOUT HOSTIN' A PARTY!

YOU JUST KEEP TRYIN' TA STICK ME WITH THESE OVERGROWN TOOTHPICKS!

OH, WELL, BE A BUNCHA JERKS! GIVES ME A CHANCE FOR A GOOD WORKOUT!

DO NOT TAKE ANOTHER STEP, VARLET!

"VARLET?" WHAT THE FLAMIN' HECK IS A VARLET?

DESIST!

YOU MARSHMALLOWS ARE WAAAY TOO SOFT! IF I NEVER GET OUTTA HERE, MAYBE I OUGHTA OPEN UP MY OWN BODYGUARD BUSINESS!

I ORDERED YOU TO DESIST, AND I EXPECT YOU TO DO SO!

YEAH? AND WHO MIGHT YOU BE, PEE-WEE?

I AM *RASHEED VEN GARMCHEE*, THE MOST POWERFUL WIZARD IN ALL PERRINOIS!

HOOP-TEE-DOO.

NOW, WHY DON'T YOU JUST GO STAND OVER HERE, LITTLE FELLER.

WOULDN'T WANT YA GETTIN' HURT, Y'KNOW!

YOU... DARE TO TOUCH MY PERSON?!

HEY, I'M DOIN' YA A FAVOR, PAL! I COULDA DROPPED YA IN YER TRACKS!

THIS CASTLE IS *MY* HOME AND YOU HAVE SMEARED IT WITH YOUR PRESENCE!

PREPARE NOW--

--TO FACE THE WRATH OF MY INFINITE POWERS UN-LEASHED!

WHOA! THAT MUNCHKIN--HE'S TRANSFORMIN' HIMSELF--

--INTA SOMETHIN' BIG N' UGLY!

IN THIS UNSTOPPABLE FORM OF A BORDOK, I SHALL ENJOY DE-YOURING YOU AS SLOWLY AS POSSIBLE!

DEVOUR ME? HECK, I'M STILL TRYIN' TA FIGGER OUT WHAT A "VARLET" IS!

'SIDES, YOU AIN'T GONNA DEVOUR NOBODY! SEE, YOU AIN'T THE ONLY ONE WHO CAN TRANSFORM HIMSELF!

I'M THE MOST POWERFUL WIZARD OF ALL *YANCY STREET!*

HRM?

BORDOCK, SHMORDOCK!

ONLY THING I KNOW--

--IS THAT IT'S CLOBBERIN' TIME!

AN' MIGHT I SUGGEST YOU USE AN ANTI-PER-SPIRANT?

THIS ARMPIT O' YOURS SMELLS LIKE RANCID TUNA!

RAARGH!

SORRY, BUT I'M NOT A BIG FAN O' WEENIE ROASTS!

'SPECIALLY WHEN MY WEENIE IS THE ONE GETTIN' ROASTED!

I PREFER GAMES AT A PICNIC! LIKE BASEBALL!

CAL RIPKEN--

--EAT YER HEART OUT!

KEERAKK!

YOU INSUFFERABLE CUR!

I AM CAPABLE OF *MANY* MAGICAL FORMS! SUCH AS--

--THIS!

WHAT? YOU WANNA BE SHORT OR SUMTHIN' SO YA CAN SINK YER CHOMPERS INTA MY BIG TOE?

NO!

I SHALL END YOUR WORTHLESS EXISTENCE BY SUMMONING--

"--THE FLYING DRAGON LIZARDS OF ALGANOM!"

SCREE-AHH!

SCREE-AHH!

sheesh! THESE LAME-OS AREN'T ARMED WIT' ANYTHING DEADLIER THAN A TOOTHPICK--

--BUT THERE'S SO BLASTED MANY OF 'EM THAT I DON'T GOT A CHANCE BY MY LONESOME!

NO NEED TO WORRY, BENJY! THE CAVALRY IS ON THE WAY!

MIGHT I SUGGEST LESS JOCULARITY AND MORE ATTENTION TO THE IMMEDIATE DANGER, SPIDER-MAN?

IF ONLY I HAD MY FORCE-FIELD POWERS!* THESE DEVILS WOULD BE NO THREAT AT ALL!

*SEE RECENT ISSUES OF THE *FANTASTIC FOUR* FOR ALL THE DETAILS! --Tom.

DON'T WORRY, SUZY! NO WAY THESE GOOFBALLS ARE GONNA PREVENT ME FROM DOIN' WHAT I GOT IN MIND--

--GETTIN' MY MITTS ON SPIDER-MAN!

CRUMP!

SCREE-AH!

AS ALWAYS, BEN, YOU APPEAR NONE THE WORSE FOR WEAR!

YEAH, YER A SIGHT FER SORE EYES TOO, STRETCHO!

LET'S GET BEN BUNDLED UP SO WE CAN GET OUT OF HERE WHILE WE HAVE THE CHANCE!

LEAVE? AN' LET SPIDEY HAVE ALL THE FUN? I MEAN--

"--I AIN'T HAD ME A TUSSLE LIKE THIS IN *AGES!*"

OOPS! I'D APOLOGIZE FOR RUINING YOUR TEETH, BUT I'M SURE YOU LIZARDS HAVE A GOOD DENTAL PLAN!

IF NOT-- *UNIONIZE!*

EITHER THAT OR SUE THE LITTLE GUY WITH THE WHITE BEARD!

THOSE STRANGE BEINGS THAT CAME FROM THE SKY--THEY ARE DOING MY BROTHER'S BIDDING!

YES! EVEN NOW HE WATCHES HIS AGENTS FROM THE SKIES!

I AM THE GREATEST WIZARD OF ALL, SHIWA! AND I SHALL PROVE IT TO YOU *THUS!*

HEY! THAT GUY IS SHOOTING MYSTIC BOLTS AT US!

AMAZING! HOW *DO* THESE SHIPS FLY THROUGH SPACE ITSELF?

HEY, SHIWA! WOULD YOU PAY ATTENTION TO REALITY HERE?

SHIWA HAS PIERCED THE BARRIER TO ANOTHER WORLD--ONE I SHALL CLAIM FOR MY OWN!

ATTACK, MY DRAGON LIZARDS! MY MYSTIC ENERGIES WILL OPEN THE PORT-HOLE EVEN WIDER!

uh-oh! THAT ARMY OF DINOSAUR BEASTIES! THEY'RE HEADING THIS WAY AND I CAN'T STOP THEM!

DO SOMETHING, SHIWA!

I MUST FIND A WAY TO FLY IN ONE OF THOSE SHIPS MYSELF!

OUR SITUATION HAS WORSENED! IT IS NOT ENOUGH FOR US TO MERELY ESCAPE!

WE MUST NOW PREVENT THESE CREATURES FROM REACHING *EARTH!*

BEFORE THIS DAY IS OVER, MY BROTHER SHALL ACKNOWLEDGE ME AS THE GREATEST WIZARD OF ALL!

AH, SHADDAP, ALREADY!

AWAY!

YEEOWWW!!

ZZZAKT!

BEN! I CAN'T HELP HIM, REED! IT'S UP TO YOU NOW!

MY PLEASURE!

NICE SAVE, STRETCHO!

YOUR LIVES ARE OF NO CONSEQUENCE TO ME! ONCE I USE MY POWERS TO WIDEN THE PORTHOLE--

--YOUR WORLD WILL BE MINE!

EVER THOUGHT OF APPLYIN' FER THAT CENTER FIELD JOB WITH THE METS?

NOT NECESSARILY! I MIGHT NOT HAVE MY FORCE-FIELD, BUT I CAN *STILL* TURN INVISIBLE!

AND THAT'S ALL I NEED TO BEAT THE LIKES OF YOU!

NORMALLY, I WOULDN'T BE SO *VIOLENT*, BUT WITHOUT MY FORCE-FIELD POWERS, I DON'T HAVE MUCH OF A CHOICE!

NRRRF!

WAY TA GO, SUZY! YA CLOBBERED THE MUG!

HIDEY-HO, BOYS N' GIRLS! DID THE MIGHTY *FANTASTIC FOUR* FINALLY MANAGE TO BEAT THAT LITTLE HOCKEY PUCK?

YOU! WHY, I OUGHTA--

EASY, BENJY! DON'T FORGET THAT IT'S "BE KIND TO SPIDERS WEEK!"

HARM ONE OF US AND THE PENALTY IS FIVE YEARS HARD LABOR--

SHIWA! YOUR BROTHER FIRED A MYSTIC BOLT AND IT'S STILL ON ITS WAY! YOU HAVE TO DO SOMETHING!

ASTONISHING!

--OR WATCHING "MURDER SHE WROTE!" WHICHEVER IS WORSE!

SHIWA! WE *NEED* YOU!

WHAT ABOUT THE PILOTS OF THESE SHIPS? DO YOU SUPPOSE THEY COULD BE STATUESQUE FEMALES?

I DO *LOVE* STATUESQUE FEMALES...

LOOK WHAT YA DONE, WALL CRAWLER! SUZY DIDN'T STOP THAT BOLT!

THOSE DRAGON LIZARDS ARE GONNA IN-VADE EARTH FER SURE!

NO!

WE HAVE TO FIGHT MAGIC WITH MAGIC! AND THAT MEANS WE HAVE TO BRING SHIWA INTO THIS CONFLICT--

--AS A MEMBER OF THE HOME TEAM!

THWIPPP!

HOW? HE'S OBSESSED WITH THAT VIDEO GAME!

THEN WE HAVE TO BRING THAT GAME *HERE!*

eh? A SPIDER WEB?

SPAK!

THE VISION VANISHES? WHAT MANNER OF MADNESS--?

RETURN THAT MAGICAL DEVICE AT ONCE! I MUST GAZE UPON THE STARS!

ON ONE CONDITION, PEE WEE! I'LL TRASH THIS MAGICAL WHATCHA-MACALLIT FOR ALL ETERNITY IF YOU DON'T SEAL UP THAT PORTHOLE!

YOU DRIVE A HARD BARGAIN, MASKED ONE!

BUT I SHALL COMPLY! FIRST I SHALL SEND THE DRAGON LIZARDS BACK TO THEIR REALM--

--AND THEN I SHALL CLOSE THIS PORTHOLE!

SHOOM!

MOVE IT! IT'S CLOSING!

HEY! WATCH YER HANDS, TWERP!

IT'S CLOSING! HURRY!

REED! CAN YOU GET US UP THERE IN TIME?

YOU KIDDIN', SUZY? STRETCHO CAN DO ANYTHING ONCE HE SETS HIS MIND TO IT!

I MEAN, HE EVEN CAME BACK FROM THE DEAD!

HOW MANY GUYS CAN DO THAT?

TOO SMALL! CAN'T--SQUEEZE THROUGH!

SERVES YOU RIGHT! STAY THERE!

JOHNNY!

OKAY, OKAY! I'M SORRY! I'LL NEVER DO ANYTHING LIKE THIS AGAIN! I PROMISE!

JUST HELP ME!

WELL, ONE OR TWO DO COME TO MIND...

ENOUGH, ALREADY! I CAN'T STAND THE THOUGHT OF NOT HAVING YOU TO POUND ON!

YA SHOULDA LEFT HIM, MATCH-HEAD!

LIGHTEN UP! YOU GUYS DON'T REALLY HATE ME, DO YOU?

I THINK IT'S TIME WE START TALKING *PUNISHMENT* FOR THIS BOZO!

AGREED. THERE'S A LESSON TO BE LEARNED HERE.

I GOTTA GO! MY SPIDER-VISION SHOWS THE *RHINO* ROBBING A JEWELRY STORE!

I *MUST* STOP HIM!

YOU DON'T HAVE SPIDER-VISION!

I DON'T?

IF I MIGHT MAKE A SUGGESTION...

LATER...

THAT WAS THE BEST MEAL I EVER HAD, SIS. YOU'RE ONE GREAT COOK!

THE MEAL WAS AVERAGE. BUT HAVING IT SERVED THIS WAY DID PUT IT OVER THE TOP.

I ENJOYED IT AS WELL. OUR SERVER LACKED THE PANACHE OF JARVIS, BUT HE'LL DO IN A PINCH!

HEY, SPIDEY! GET ME ANOTHER BREWSKI!

YEAH, YEAH, YEAH...

I WONDER HOW SHIWA'S GETTING ALONG. WITHOUT ELECTRICITY--

"--THAT VIDEO GAME IS *USELESS!*"

sigh

The End

MARVEL COMICS

SPIDER-MAN

JULY '96 6

THE SENSATIONAL SPIDER-MAN

SPECIAL ONSLAUGHT UPDATE INSIDE!

APPROVED BY THE COMICS CODE AUTHORITY

I HAVE A REAL PROBLEM, DADDY.

IT SEEMS LIKE MY LIFE HAS TURNED INTO A REAL **MESS.**

EVERYTHING'S SPINNING OUT OF CONTROL SO FAST THAT I DON'T KNOW IF I'M COMING OR GOING.

STAN LEE presents THE SENSATIONAL SPIDER-MAN in

The ULTIMATE Responsibility

His given name is **Peter Parker.** While in high school, he was bitten by a radioactive spider and endowed with amazing powers, which he has since used to protect the innocent and battle evil. Now he calls himself **Ben Reilly,** and as a costumed crime-fighter, he continues his crusade... for he understands that with great power comes great responsibility!

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I GUESS THAT'S WHY I'M HERE AT YOUR GRAVE, DADDY.

YOU'VE BEEN DEAD FOR SUCH A LONG TIME THAT I'VE ALMOST FORGOTTEN WHAT YOUR VOICE SOUNDED LIKE.

EVEN WHEN YOU WERE ALIVE, WE WERE SEPARATED SO MUCH THAT YOU COULDN'T GIVE ME MUCH ADVICE.

BUT I'M SURE YOU WERE A SMART MAN.

I'M SURE YOU COULD TELL ME THE **RIGHT** THING TO DO.

I KNOW YOU COULDN'T BE THERE FOR ME AS MUCH AS YOU WANTED TO BE. SEEMS LIKE YOU WERE ALWAYS IN TROUBLE WITH THE LAW --

-- BUT YOU WERE JUST DOING WHAT YOU HAD TO DO TO FEED ME. YOU HAD TO, BECAUSE MA DITCHED US YEARS BEFORE.

MUCH AS I DIDN'T WANT TO ADMIT IT TO BEN, I KNEW YOU WERE WRONG. YOU WERE BURGLARIZING A HOUSE WHEN AN OLD MAN CONFRONTED YOU WITH HIS GUN.

WHILE TRYING TO DEFEND YOURSELF THE GUN WENT OFF AND THE OLD MAN **DIED!**

THEN SPIDER-MAN --

-- SPIDER-MAN!! --

-- SHOWED UP AND BUSTED YOU FOR **MURDER!** YOU TOLD ME ALL ABOUT HOW HE **LIED** TO THE POLICE AND CLAIMED THE GUN WAS **YOURS!**

HE DID IT TO KICKSTART HIS CAREER. YOU ENDED UP IN JAIL AND I ENDED UP BOUNCING FROM ONE FOSTER HOME TO ANOTHER!

I WAITED AND WAITED FOR THE DAY WHEN YOU'D GET OUT OF JAIL. BUT WHEN YOU FINALLY DID --

-- SPIDER-MAN FOUND YOU AND **KILLED** YOU. PROBABLY TO KEEP YOU FROM TELLING THE **TRUTH** ABOUT YOUR INNOCENCE!

I **HATED** AND **LOATHED** SPIDER-MAN FOR THAT.

ALWAYS THOUGHT THAT IF I GOT THE CHANCE --

-- I'D TAKE HIM DOWN FOR YOU!

NOW I HAVE THAT CHANCE! I FOUND OUT WHO SPIDER-MAN IS!

HE CAN'T HIDE UNDER THAT MASK ANYMORE!

BY GIVING THIS PHOTO TO THE POLICE OR THE PRESS I COULD RUIN HIM FOREVER!

THAT'S WHERE THINGS GET COMPLICATED, THOUGH, DADDY.

IT HURTS ME TO ADMIT IT --

-- BUT SPIDER-MAN IS **BEN REILLY.**

AND GOD HELP ME... I'VE FALLEN IN LOVE WITH HIM.

FALLEN IN LOVE WITH A MAN I'M SUPPOSED TO HATE.

During my first years as Spider-Man it always seemed like it was more of a CURSE than a blessing!

Seems like anyone who got close to me -- like Uncle Ben, Captain Stacy, or his daughter Gwen --

-- ended up paying a PRICE for knowing me!

Guess that hasn't changed!

The lady who owned THE DAILY GRIND is as nice as they come! She didn't deserve to have her place torched --

-- by someone who was trying to destroy ME!

At least no one died, and she got the money to rebuild.

Still, it's hard to imagine anyone whose life is more screwed up than --

BEN! BEN REILLY!

HI, DESIREE! IT'S BEEN A WHILE!

FOR SURE! BUT I WANTED TO TELL YOU HOW RELIEVED I WAS WHEN I HEARD THAT YOU WEREN'T THE ARSONIST WHO BURNED DOWN THE DAILY GRIND!

THANKS. I GUESS SOMEONE WANTED TO FRAME ME!

THANKS FOR THE KIND WORDS, DEZ! BUT I GOTTA GET OUT OF THIS RAIN BEFORE I TURN INTO A *DUCK!*

LOOK, I KNOW A GREAT WAY FOR YOU TO DRY OFF!

LUNCH.

THE BEST SOUTHWEST PLACE IN TOWN.

WHY ME, DEZ? YOU HARDLY KNOW ME, AND YOU HAVE YOUR PICK OF GUYS DROOLING AFTER YOU!

BECAUSE YOU'RE A *MYSTERY* MAN, Mr. REILLY.

AND I JUST *LOOOVE* A GOOD MYSTERY!

RIO.

MY TREAT.

YOU INTERESTED?

OKAY, I'M IN! SOME NICE *HOT* PICANTE SAUCE SOUNDS GOOD!

Oh, THEIRS IS *HOT* ALRIGHT! THE *HOTTEST.* AND I *LIKE* IT *HOT.*

LIKE MY *MEN.*

WHOA!

HOW WAS IT, BEN? WAS THE SAUCE HOT ENOUGH FOR YOU?

MOST DEFINITELY.

WHAT ABOUT THE COMPANY?

YOU DON'T MISS A BEAT, DO YOU? I GUESS RIDING AROUND IN LIMOS AND HAVING ALL THAT MONEY MUST MAKE YOU PRETTY CONFIDENT!

OF COURSE! IT ALSO TEACHES ME THAT IF I SEE SOMETHING I WANT, I SHOULD GO OUT AND GET IT!

IS THAT WHERE I COME IN? WHAT ABOUT THAT PACK OF WILD MALE STUDENTS THAT FOLLOWS YOU WHEREVER YOU GO?

THEM? THEY'RE HARMLESS! CERTAINLY GOOD FOR A GIRL'S IMAGE, THOUGH!

BUT YOU'RE NOT ***CLOSE*** TO ANY OF THEM, ARE YOU? FACT IS... YOU'RE ***LONELY.***

CHILL, BENJY! THAT'S RIDICULOUS!

NO. YOU DON'T TRUST ANY OF THOSE GUYS BECAUSE YOU'RE AFRAID THEY'RE JUST AFTER YOU FOR YOUR LOOKS OR YOUR MONEY!

YOU'RE AFRAID THEY'RE ALL AFTER SOMETHING BUT YOU -- AND YOU'RE ***RIGHT.*** THAT'S WHY YOU'RE INTERESTED IN ***ME.*** I DIDN'T CHASE YOU WHEN WE FIRST MET --

-- AND YOU ***KNOW*** I DON'T CARE ABOUT THE BUCKS!

SO WHAT DO I DO WITH THIS PHOTO? TO REMAIN TRUE TO MY FATHER --

-- I SHOULD EXPOSE SPIDER-MAN FOR THE MURDERER HE IS! BEN REILLY SHOULD PAY FOR HIS CRIMES!

BUT BEN INSISTS THAT I DON'T KNOW THE REAL STORY. THAT MY FATHER LIED TO ME ABOUT THE WAY THINGS REALLY WENT DOWN!

HE SWEARS SPIDER-MAN IS REALLY A HERO.

BEN.

I WANT TO BELIEVE YOU SO MUCH IT HURTS!

YOU WERE ALWAYS SO KIND TO ME. SO LOYAL AND...

...AND...

NO.

NO.

RIO

IT'S HIM!

THEM!

BEN AND THAT RICH HUSSY WHO GETS ANY MAN SHE WANTS!

RIO

YOU... YOU --

-- SWINE!

WHEN I TOLD DESIREE I WAS OUT OF THE RUNNING FOR YOUR AFFECTIONS, I NEVER BELIEVED YOU'D ACTUALLY GO AFTER HER.

HOW COULD YOU?

WITH **HER**, OF ALL PEOPLE?

WELL, I KNOW WHAT TO DO **NOW!**

I KNOW THE KIND OF MAN YOU REALLY ARE, AFTER ALL!

HERO?

PIG IS MORE LIKE IT!

YOU'RE DONE FOR, Mr. BEN SPIDER-MAN REILLY!

FINISHED!

JONAH JAM
D THE DAILY
NEW YORK

WHERE'S A MAILBOX?

IT'S LIKE... YOU CAN SEE RIGHT INSIDE MY SOUL! HOW CAN YOU KNOW ME SO WELL?

BECAUSE I'VE BEEN ALONE ALL MY LIFE TOO, DESIREE. MAKES IT REAL EASY TO SPOT IN OTHER PEOPLE.

THAT VENEER OF CAREFREE FUN YOU PUT ON FOR THE WORLD... DOESN'T HIDE YOUR LONELINESS FROM ME.

Can't believe I'm saying these things to her!

She's probably going to throw that wine right in my face!

HEY!! That fire --!

Oh, WOW! I JUST REALIZED I'M LATE FOR A MEETING, DES!

YOU HAVE TO GO ***NOW?***

YEAH! LOOK, I'LL MAKE IT UP TO YOU! I PROMISE!

I'LL CALL YOU SOON! AND NEXT TIME --

-- IT'S ON ME!

THWIPP

THAT SOUND --!

SPIDER-MAN!!

Hated ducking out on Desiree like that, but that fire is definitely out of control!

As high up in the building as it is --

-- people might be in real trouble!

THE FIRE?

WHAT ARE YOU UP TO NOW, BEN?

WHOA! That blaze is so intense I can feel the heat down here!

Too bad I forgot my marshmallows and a stick!

YOU GUYS LOOK LIKE YOU COULD USE A HAND!

ONLY IF YOU CAN GET UP TO THE 73RD FLOOR, WALL-CRAWLER!

NO WAY OUR LADDERS OR HOSES CAN REACH THAT HIGH!

TO MAKE MATTERS WORSE, THE BUILDING'S SPRINKLER SYSTEM IS OUT AND THERE ARE PEOPLE ***STRANDED*** UP THERE!

WHERE? DO YOU KNOW THEIR LOCATION?

THEY'RE ALL GATHERED IN A RESTAURANT ON THE TOP FLOOR!

I'M ON MY WAY!

CAREFUL OF THE SMOKE! TAKE IN TOO MUCH OF IT AND IT'LL KILL YOU!

LOOK! IT'S THAT SPIDER-GUY!

I HEAR FOLKS IS STILL TRAPPED UP THERE! MAYBE SPIDEY CAN SAVE 'EM!

BEN? YOU'RE NOT GOING INTO THAT... THAT... INFERNO?

Smoke so thick -- having a hard time seeing!

Breathing --almost impossible!

I'M LOOKING FOR THE CAMPFIRE GIRLS! CAN ANY OF YOU POINT ME IN THE RIGHT DIRECTION?

DAREDEVIL!

NOT DAREDEVIL! SPIDER-MAN!

PLEASE TELL ME YOU CAN GET US OUT OF HERE!

I DIDN'T KNOW THERE WERE SO MANY OF YOU! I CAN'T POSSIBLY CARRY YOU ALL!

WE'RE GONNA *FRY!* IT'S *ALREADY* IMPOSSIBLE TO BREATHE!

YOU'RE TELLING ME! MY LUNGS ARE ALREADY ON FI -- *LOOK OUT!*

THIS WEB WILL HOLD THE CEILING LONG ENOUGH FOR YOU FOLKS TO GET TO A SAFER AREA!

THWAP

OKAY! YOU GATHER ALL YOUR PEOPLE TOGETHER! I'LL WORK ON GETTING YOU *OUT* OF HERE!

WHAT -- WHAT ARE YOU GOING TO DO?

I DON'T KNOW YET!

YOU'RE NOT *LEAVING* US?!

LIKE I SAID -- ***HANG ON!*** I HAVE AN IDEA THAT ***MIGHT*** JUST WORK!

GET EVERYONE OVER TO THE EDGE! ***NOW!***

JUST HAVE TO :COUGH: BORROW AN IDEA FROM THE AIRLINES --

-- AND WEB UP AN ***EVACUATION*** CHUTE!

GOTTA PRAY FOR *TWO* THINGS!

ONE -- THAT I HAVE ENOUGH WEBBING TO GET IT ALL THE WAY TO STREET LEVEL!

AND TWO -- THAT IT DOESN'T *COLLAPSE!*

BUT IF I BRACE IT BY CONNECTING IT FROM ONE BUILDING TO ANOTHER --

-- THIS STORY WILL HAVE A HAPPY ENDING YET !

ALLLLL --

-- *RRRIGHT!* USED EVERY LAST DROP OF WEB FLUID I HAD --

-- BUT IT WORKED!

OVER HERE! THESE PEOPLE NEED HELP!

CAN'T -- CATCH MY BREATH!

HERE Y'GO, SPIDEY! HAVE A HIT OF OXYGEN! YOU ***DESERVE*** IT!

SPIDER-MAN! HELP!

LOOK, IF YOU LEFT YOUR FUR COAT UP THERE, I'M ***NOT*** GOING BACK!

SPIDER-MAN, THERE WERE TWO ***CHILDREN*** WHO WERE IN THAT RESTAURANT WHO I DON'T SEE HERE!

THEY MUST STILL BE UP THERE!

SPIDEY... DON'T EVEN THINK ABOUT IT. IT'S TOO LATE BY NOW! IT'S ***SUICIDE*** TO GO BACK IN!

GIVE ME THE OXYGEN. I'LL NEED IT.

LOOK... THOSE KIDS ARE PROBABLY --

I DON'T WANT TO HEAR IT!

BEN...

WHADJA SAY, LADY?

GET THOSE AMBULANCES ***READY!*** I GUARANTEE --

-- THAT I'LL BRING THOSE KIDS ***BACK!***

BEN...

Good thing I have lenses in my mask or I wouldn't even be able to open my eyes!

This smoke and heat -- it's a real killer!

Exhausted... can't hear or see a thing!

That fireman might be right! Those kids...

-- those poor, poor kids.

It's hopeless! I'll never find --

HELP! HELP US!

They're ALIVE!

HELP!

Almost impossible to get to them, though! If I had my webbing, I could shoot a line over --

-- and pull them here!

Have to do this the hard way!

NNN!

SPIDER-MAN!

YOU EXPECTED SMOKEY THE BEAR?

I WANT MY MOMMY!

HERE -- BREATHE THIS AND I'LL HAVE YOU OUT OF HERE IN A SEC!

AHOY!

SORRY, BUT YOU'LL HAVE TO SETTLE FOR LITTLE OLD ME UNTIL --

THE ROOF IS CAVING IN! BUT THAT MEANS --

CHAK'A

BOOM!

BOOM!

Oh, MAN. THAT'S IT. NOBODY COULD SURVIVE THAT!

THOSE CHILDREN --

WHOA. SPIDEY'S A GONER!

ALL THESE YEARS I'VE CONDEMNED SPIDER-MAN, BUT I WAS WRONG!

BEN TRIED TO TELL ME THAT SPIDER-MAN WAS REALLY A DECENT MAN --

-- WHO ALWAYS TRIED TO DO THE RIGHT THING! BUT I WOULDN'T LISTEN!

I WAS A FOOL! I -- I

WAY TO GO, SPIDEY! C'MERE, SWEETIE!

I WANT MY MOMMY!

NO DOUBT ABOUT IT, SPIDER-MAN! YOU'RE A REAL HERO!

HERO.

HE IS A HERO!

SPIDER-MAN!

JESSICA! WHAT ARE YOU --?

I'VE BEEN WRONG ABOUT YOU! WRONG ABOUT EVERYTHING!

Huh? WHAT ARE YOU TALKING ABOUT?

I CAN'T ALLOW MY... *HATE* TO TAKE YOU AWAY FROM THE WORLD.

HERE. YOUR *SECRET* IS SAFE!

JESS? WE HAVE TO TALK! COME BACK!

I'M ON THE AIR LIVE, SPIDER-MAN! WHAT CAN YOU TELL US ABOUT YOUR EXPERIENCE?

WAS IT THE INFERNO IT APPEARED TO BE, SPIDER-MAN ?

JESSICA!

HERE! YOU NEED OXYGEN!

GET THAT CAMERA OVER HERE!

I GUESS I SHOULD HAVE COME HERE YEARS AGO, Mr. PARKER.

MAY PARKER SHE TAUGHT US LOVE

BEN PARKER HE WAS LOVED

FOR YEARS I BELIEVED YOU PULLED A GUN ON MY FATHER... THAT EVEN THOUGH YOU DIED YOU RUINED HIS LIFE.

I KNOW THE TRUTH NOW... AND I'M HERE TO SAY --

-- I'M SORRY.

I HAVE TO PUT MY PAST BEHIND ME AND START LIFE OVER. FORGET ABOUT GUNS AND SPIDER-MAN AND PRISONS... THE WHOLE BUSINESS.

I WAS SO DESPERATE TO BELIEVE MY FATHER WAS A GOOD MAN... THAT HE COULDN'T BE A CRUEL, COLD-BLOODED MURDERER --

-- THAT I BELIEVED WHATEVER HE TOLD ME.

SORRY MY FATHER SHOT YOU... SORRY FOR THE TRAUMA IT CAUSED YOUR FAMILY...

SORRY FOR EVERYTHING.

AT LEAST I TURNED A CORNER AND LEARNED SOMETHING!

MY NEED FOR REVENGE AND A KEY PHOTO GAVE ME THE POWER TO DESTROY A MAN... A HERO.

BUT I LEARNED THAT WHEN YOU GET POWER, THE RESPONSIBILITY TO USE IT WISELY IS PART OF THE PACKAGE.

MAY PARKER SHE TAUGHT US LOVE

BEN PARKER HE WAS LOVED

EVIL AS MY FATHER'S ACTIONS WERE... MAYBE SOMETHING GOOD ACTUALLY CAME FROM IT.

THANKS TO THAT LESSON --

-- SPIDER-MAN LIVES ON!

THE END

MARVEL® COMICS

SPIDER-MAN

SEP. '96

1

32 PAGES
NO ADS

APPROVED BY THE COMICS CODE AUTHORITY

LOST YEARS FOUND...

SPIDER-MAN®: REDEMPTION

SPIDER-MAN:

REDEMPTION

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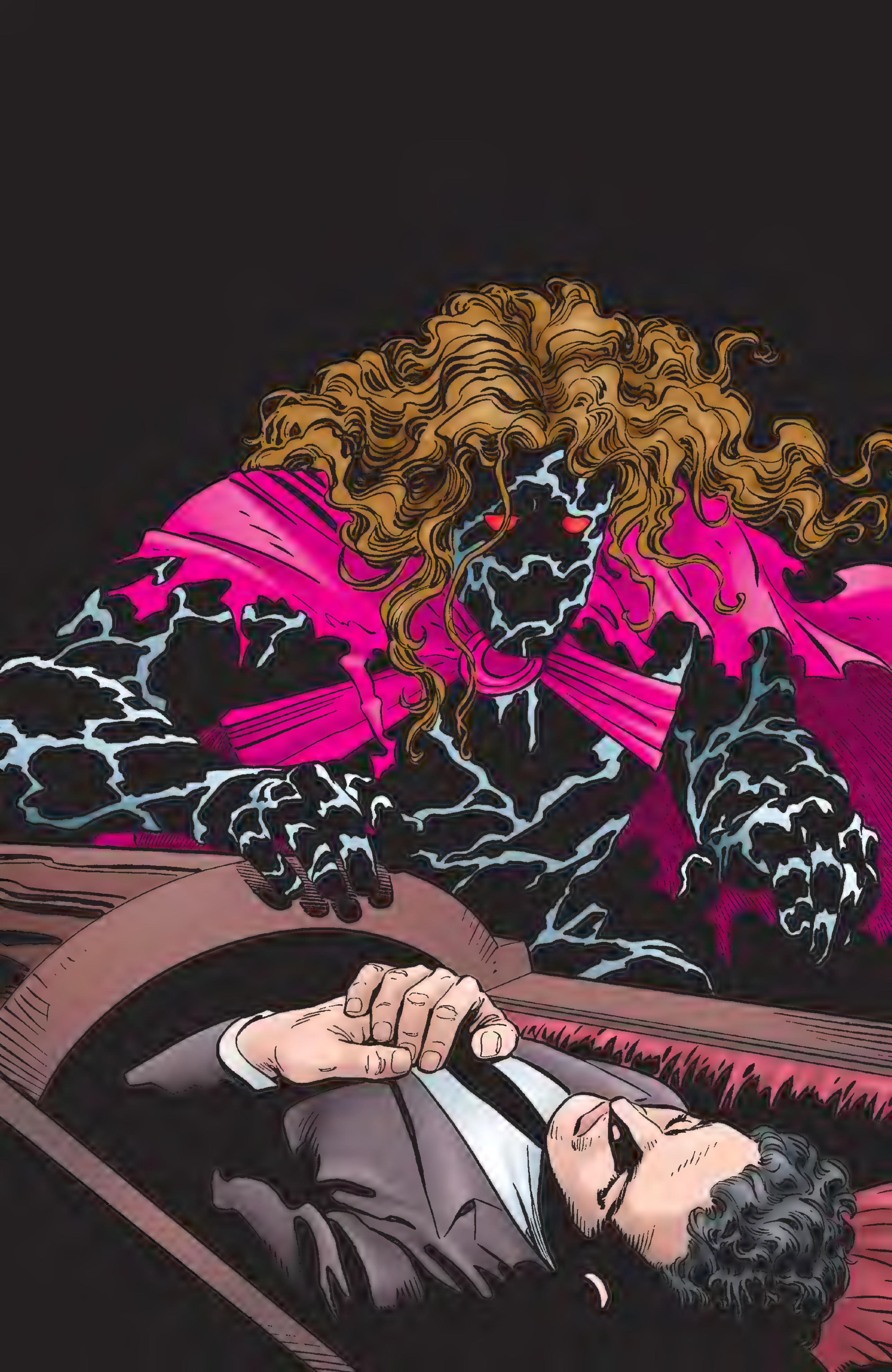

BACK AWAY!

YOU HEAR ME, DIRTBAG?

I DON'T KNOW WHAT KINDA WEIRDNESS YOU'RE UP TO--

--BUT YOU BACK AWAY FROM THAT BOX RIGHT NOW OR I'LL--

OR YOU'LL WHAT?

KILL ME?!

PLEASE, GENTLEMEN-- I INVITE YOU!

FIRE YOUR WEAPONS! PUMP ALL YOUR BULLETS INTO ME!

WELL, DON'T JUST STAND THERE TREMBLING AND DROOLING--

DO SOMETHING!

HA-HA-HA-HA-HA!!

SHRAKK

DON'T-- DON'T HURT ME... PLEASE--

BELIEVE ME, OFFICER--I COULD HELP YOU *RE-DEFINE* THE WORD "HURT."

ONE TOUCH OF MY HAND AND YOUR FLESH WILL BURN.

YOUR VERY *CELLS* WILL EXPLODE.

SHALL I *SHOW* YOU?

SSSSSS

Y-YOU'RE *CRAZY!*

YOU'RE FREAKIN' *CRAZY!*

IF ONLY I *WAS.*

I'D GONE TO THAT FUNERAL HOME IN SEARCH OF AN OLD FRIEND: *DEATH.*

I'D *BEEN* DEAD, ONCE-- BUT EVENTS TOO CONVOLUTED TO SUMMARIZE HERE BROUGHT ME UP, OUT OF THE BLESSED DARKNESS.

I DIDN'T KNOW THE MAN IN THE COFFIN. BUT HE WAS YOUNG-- NO MORE THAN THIRTY OR THIRTY-FIVE.

WHY, I WONDERED, HAD HE BEEN *SO* BLESSED? WHY HAD HE FOUND THE PEACE, THE SWEET OBLIVION, I WANTED MORE THAN ANYTHING ON EARTH?

WHY?!

PERHAPS, I THOUGHT, IT WAS A HEART ATTACK. OR SOME INSIDIOUS DISEASE.

MY NAME IS *KAINE* --AND I KNOW ALL ABOUT DISEASES.

I'VE BEEN AFFLICTED, SINCE BIRTH, WITH A SICKNESS THAT PERVADES BOTH BODY AND SOUL.

AND, IN MY OWN WAY, I HAVE BEEN FOREVER SEEKING A *CURE.*

THAT NIGHT I *SAW* THE CURE IN A CORPSE'S WAXEN FACE. DEATH, I KNEW, WAS THE *ONLY ANSWER* FOR ME.

BUT I KNEW ONE *OTHER* THING:

KRAASHHH

I HAD NO INTENTION OF DYING ALONE.

STAN LEE PRESENTS:

SPIDER-MAN: REDEMPTION

by J.M. DEMATTEIS, MIKE ZECK & BOB McLEOD

CHAPTER ONE: yesterday

JIM NOVAK LETTERER * CHRISTIE SCHEELE COLORIST * GLENN GREENBERG ASSISTANT EDITOR * TOM BREVOORT EDITOR

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NORMAN OSBORN

HAROLD OSBORN

KRA-KOOO

The world calls me SPIDER-MAN...but my name is BEN REILLY. It's not the name I was born with, but it was the one I was using.

Back when Harry knew me I was PETER PARKER. But that was lifetimes ago--before a maniac named THE JACKAL tore my life apart ...stripped me of my identity...

...and sent me into exile for five unendurable years.

No, that's not true. They weren't all unendurable. There were real moments of grace during those lost years. Moments of love and hope.

Moments of sweet redemption.

I think I returned to New York a stronger--a BETTER--man for my ordeal. Certainly a DIFFERENT one. By that time in my life, I was more Ben than Peter --and there was no going back.

But on that bleak September night... I WANTED to go back. With all my heart and SOUL I wanted it.

Wanted to see my friend, to tell him how much he meant to me. To do something... ANYTHING! ...to stop him from dying!

There was, I suddenly realized, a REASON I'd put off visiting Harry's grave: If I allowed myself to feel the pain of losing HIM...

...I'd have to feel the pain of losing ALL of it.

Every minute of every hour of every day...

...OF EVERY YEAR.

Harry had a wife...and a LITTLE BOY I'd never really known.

All I wanted that night was to bang on the door of Liz's apartment... tell her how terrible I felt...how I'd do ANY-THING to help.

"I'll be a father to NORMAN... I'll be a friend to YOU. We'll keep Harry's memory alive TOGETHER. We'll hold on tight to the past."

But I couldn't.

...because even in the city I grew UP in...

The past-- PARKER'S past --was as dead as Harry Osborn. Guess those lost years never really ended...

...I WAS AN EXILE.

HOW MANY TIMES DID I WANT TO GET OFF THAT TRAIN?

AT EVERY STOP, I GUESS. LOOKING BACK ON IT ALL, I PROBABLY *SHOULD* HAVE GOTTEN OFF.

NO. THAT'S THE *CYNIC* IN ME TALKING.

BEN USED TO SAY THAT THERE'S NO SUCH THING AS A CYNIC. JUST IDEALISTS WEARING MASKS.

I THINK THAT'S TRUE.

LIFE'S BEEN *HARD* FOR ME SINCE THOSE DAYS IN NEW YORK: HARD AND LONELY. BUT, AS FUNNY AS IT MAY SOUND, I'VE NEVER FELT MORE *FREE*...

...BECAUSE I'M NOT WEARING A MASK ANYMORE.

AND I HAVE BEN TO THANK FOR IT. BEN--AND IN A STRANGE WAY...

Amtrak

828

MILK

...KAINE.

I'M THE SHADOW THAT'S ALWAYS BEHIND YOU. I'M THE BREATH ON THE BACK OF YOUR NECK.

YOU'LL NEVER KNOW PEACE SO LONG AS I LIVE. AND WHEN I *DIE*--

MILK

--YOU'LL BURN IN HELL *BESIDE* ME.

GET AWAY FROM

KRAAK

ME!!

SPAKT!

I'D BEEN HUNKERING THERE IN THE DARKNESS, WATCHING HIM SLEEP FOR HOURS. WATCHING HIM THRASH AND WHIMPER.

WHAT NIGHTMARE, I WONDERED, HAUNTED BEN REILLY? WHAT DEMON HAD DRIVEN HIM UP OUT OF SLEEP, A SCREAM TRAPPED IN HIS THROAT?

ME, PER-HAPS?

AFTER ALL, WE WERE LINKED, REILLY AND I: *HIS* WERE THE CELLS I WAS CLONED FROM -- HOWEVER *IMPERFECT* THAT CLONING WAS.

OUR MINDS AND HEARTS COULDN'T HELP BUT VIBRATE AROUND EACH OTHER: I'D BREATHE IN, HE'D EXHALE. I'D GROW FEVERISH...

...HE'D *BURN.*

SO I THINK HE UNDERSTOOD, AS WE LOCKED EYES, AS WE STOOD FACING EACH OTHER IN THE SILENCE OF OUR SOULS, THAT I HAD NO DESIRE TO FIGHT. I HADN'T COME THERE FOR BLOOD.

I'D COME TO *WARN* HIM.

I'D COME TO *ANNOUNCE* MYSELF.

I'D COME TO FIRE THE *FIRST VOLLEY* IN A WAR THAT, WITH LUCK...

RRRRAKK

SKOMM!

...WOULD DESTROY US BOTH.

I had a heckuva headache when I came to... but I knew it could've been worse. A LOT worse:

He could've killed me while I was sleeping.

Y'see, my spider-sense didn't work where Kaine was concerned. He simply didn't register. I'm not sure why.

Maybe Kaine was right--he was my shadow. And how much notice do you give your own shadow?

Not ENOUGH, I guess.

He'd BEEN my shadow all through my years of exile. Haunting me, hunting me, across the country... across the WORLD. Taking every opportunity to destroy what precious little happiness I could find.

It wasn't until I returned to New York that I discovered Kaine was the first clone of Peter Parker. A FAILED clone, at that... whose rapid cellular degeneration made him worthless to his creator, Professor Miles Warren. THE JACKAL.

So Warren drove him away...and Kaine set his sights on **ME.** Why? Any respectable psychiatrist could come up with a list of reasons a mile long...

...but sometimes I think he just needed a focus for his pain. For his hate.

ONE WAY

ONE WAY

And yet, despite all he'd done, I couldn't hate **HIM**, in return.

The joke of it all, I realized, was that we'd travelled so far together, been through so much...

...that Kaine had become one of the few people in my life I felt some kind of genuine **CONNECTION** to--however **TWISTED** that connection was.

In all my years on the road, only three people ever broke through the facade that was Ben Reilly: **KAINE. SEWARD TRAINER...**

...and **JANINE.**

JANINE. Just thinking about her got me crazy. Made me want to curl up into a ball and scream.

Maybe that's why I found myself walking in the rain at two in the morning, wandering, like a sleepwalker, into a dingy little West Side bar.

Not because of Kaine--but because seeing him made me remember the greatest love I ever knew.

And the greatest **LOSS.**

CLUB SODA WITH LIME.

OH, A HARD DRINKER, HUH?

MAKE IT A DOUBLE.

THINK YA CAN HANDLE IT?

GIVE THE GUY A **BREAK,** AL.

EVERYBODY DESERVES A BREAK, RIGHT?

HOW YA DOIN', BUD? NAME'S **FLASH.** FLASH **THOMPSON.**

Sometimes God's got one **WEIRD** sense of humor: of all the stools in all the bars in New York...

...I managed to pick one right next to my old high school nemesis.

But Flash seemed as much a ghost to me as Harry Osborn. I felt like I was looking at a total stranger. And between my pulled-down cap, the bad lighting, and the fact that Flash was five beers to the wind...

I'M... BEN.

...SO did he.

I'LL TELL YA, BEN...WHEN I WAS IN HIGH SCHOOL... I WAS THE MAN. I MEAN, THERE WAS NOBODY ELSE.

MAYBE I WASN'T THE BIGGEST BRAIN ON TWO FEET... BUT OUT ON THE FOOTBALL FIELD NO ONE COULD TOUCH ME.

THE BABES ALL ADORED ME... THE GUYS ALL WANTED T'BE ME.

I HAD IT ALL, Y'KNOW?

SO WHAT HAPPENED... TELL ME THAT? HOW'D I BLINK AND FIND MYSELF TWENTY-FIVE YEARS OLD...WITH A BEER BELLY--

--AND GETTING PAID GARBAGE FOR WORKING IN A TWO-BIT YOUTH CENTER, FOR GOD'S SAKE?

BEEN OUT POUNDING THE PAVEMENT ALL DAY...LOOKING FOR A NEW JOB. BUT NOBODY WANTS ME. I'VE GOT NOTHING TO OFFER, THEY SAY.

I'D GIVE ANYTHING T'BE BACK IN HIGH SCHOOL AGAIN... GIRLS ALL OVER ME... RAGGING ON PUNY PARKER.

PARKER! NOW THERE'S ONE I'VE NEVER BEEN ABLE T'FIGURE OUT.

BIGGEST NERD Y'EVER MET. ALL HE CARED ABOUT WAS TEST TUBES AND HIS SICK OLD AUNT--

--AND HE ENDS UP A BIG-NAME PHOTOGRAPHER... MARRIED TO A MODEL. I MEAN, HE'S GOT IT ALL, Y'KNOW?

AN' WHAT'VE I GOT, HUH?

MY HIGH SCHOOL YEARBOOK--AND A BUNCH O'DUSTY OLD FOOTBALL TROPHIES.

DON'T LET HIM DRINK ANYMORE, OKAY?

FOR ANOTHER TEN BUCKS--I WON'T DRINK ANYMORE.

WANT A LITTLE ADVICE, FLASH?

NOT REALLY.

WELL YOU'RE GONNA GET IT ANYWAY.

STOP WALLOWING IN SELF-PITY... STOP LIVING IN YESTERDAY... AND APPRECIATE WHAT YOU'VE GOT *HERE AND NOW.*

THE PAST IS *DEAD*, OL' BUDDY--

--AND IT WASN'T AS GLORIOUS AS YOU *REMEMBER* IT.

Y'KNOW--

--HE JUST MIGHT BE *RIGHT.*

Was I talking to Flash--or to myself? Both of us, I suppose.

The one thing I knew for sure was that I wasn't going to end up on some bar-stool somewhere, crying over what *MIGHT* have been.

Yesterday be damned, I decided, webbing my way home; feeling--for no logical reason--better than I had in days.

Time to make a LIFE for myself. And no ghosts of the past...

...were gonna get in my way.

HEY, REILLY--

--ANYBODY EVER TELL YOU YOU LOOK SENSATIONAL IN TIGHTS?

I...I DON'T BELIEVE IT! IT'S NOT POSSIBLE!

JANINE?!

I SAW THE LOVE IN HER EYES, THE SHOCK AND BEWILDERMENT ON HIS FACE...

...BUT IT GAVE ME NO GREAT SATISFACTION.

I FELT AN UNBEARABLE WEIGHT, AN UNFATHOMABLE *SADNESS*, PULLING AT MY HEART.

WAS IT PITY FOR REILLY--KNOWING WHAT WAS TO COME? OR PITY FOR MYSELF--KNOWING ALL THAT HAD BEEN?

I PUSHED THE QUESTIONS OUT OF MY MIND, DROVE THE SADNESS DOWN INTO THE BLACKNESS OF MY SOUL...

DARK

...ONLY TO DISCOVER THAT THERE WAS ANOTHER, *DARKER* EMOTION, CRAWLING UP TO REPLACE IT:

GUILT.

GUILT? NOW THAT MY PLAN WAS FINALLY SET IN MOTION...WAS I ACTUALLY REGRETTING IT? WAS THERE A PART OF ME THAT *WANTED* MY DOUBLE TO HAVE THE PEACE AND HAPPINESS THAT I HAD ALWAYS BEEN DENIED?

LOOKING BACK, I SEE THAT THERE *WAS*--BUT THEN THE VERY *IDEA* THAT I COULD DO *ANYTHING* BUT HATE THE MAN WHOSE CELLS BIRTHED ME...

KA-SHA

...DROVE ME WILD.

AWRIGHT--MAYBE YER *DRUNK*. MAYBE Y'DON'T REALIZE THAT THIS IS A *PRIVATE CLUB* Y'JUST BUSTED INTO.

SO Y'GOT *TEN SECONDS* T'GET YER BUTT OUTTA HERE.

KLIK

AFTER *THAT*--

KRAAACH!

NO, MY THOUGHTS SCREAMED, I DON'T *WANT* HIM TO BE HAPPY!

I WANT HIM TO SUFFER AND STRUGGLE AND BLEED!

I WANT HIM TO BURN AS *I'VE* BURNED!

I WANT HIM TO *DIE*...

CHOT!

CHAK CHAK CHAK CHAK CHAK

TAM!

BAMBAMBAMB

...AND REILLY'S.

HOW-- HOW CAN THIS BE?

YOU'RE DEAD.

YOU'RE DEAD.

I DON'T UNDERSTAND--YOU ASKED ME TO COME HERE.

YOU WROTE TO ME...TOLD ME WHERE YOU WERE--

FOR GOD'S SAKE, BEN, YOU SENT ME THE KEY TO YOUR APARTMENT!

WHY ARE YOU ACTING LIKE THIS IS SOME KIND OF SURPRISE?

YOU'RE NOT REAL. YOU CAN'T BE REAL.

I NEVER WROTE TO YOU. HOW COULD I? YOU DIED...OVER A YEAR AGO.

THIS...THIS IS SOME KIND OF TRICK. IT'S THE JACKAL, ISN'T IT? YOU'RE A CLONE AND HE'S TRYING TO--

IT'S ME, BEN.

IT'S ME.

AND IN THAT MOMENT--HE BELIEVED. IN THAT MOMENT--OUR LOVE WAS REBORN.

THE WORDS HE WHISPERED IN MY EAR AS HE HELD ME CLOSE ARE WRITTEN ON MY HEART FOREVER. I'VE NEVER BEEN LOVED SO DEEPLY--OR SO WELL.

ALL MY LONELINESS... ALL THE PAIN AND FEAR OF THE MONTHS WE'D BEEN APART...MELTED AWAY IN THAT MOMENT. TWO LONELY HEARTS BECAME ONE...

...AND LIFE WAS *NEW* AGAIN.

THERE WERE MYSTERIES TO BE SOLVED, FOR SURE: IF NOT BEN, WHO *DID* WRITE TO ME AND BRING ME TO NEW YORK? (BEN HAD HIS THEORIES, AND SO DID I, BUT WE WERE BOTH RELUCTANT TO DISCUSS THEM.) AND OF COURSE THERE WAS THE GREATEST MYSTERY OF ALL: THE MYSTERY OF MY SUPPOSED DEATH.

ALL THIS TIME HE THOUGHT I WAS GONE. ALL THIS TIME HE'D BEEN HAUNTED BY MY "GHOST."

I KNEW I HAD HURT BEN...IN WAYS I'LL NEVER BE ABLE TO TRULY FEEL OR UNDERSTAND... BUT I ALSO KNEW THAT WHAT I'D DONE WAS *RIGHT.*

TO BEN'S ETERNAL CREDIT, HE DIDN'T PUSH ME FOR ANSWERS. HE KNEW THAT I NEEDED TIME TO FEEL *SAFE* AGAIN, COMFORTABLE IN HIS ARMS. HE KNEW THAT, GIVEN TIME AND LOVE...

...I'D TELL HIM *EVERYTHING.*

SO WE DRIFTED THROUGH THOSE NEXT BLESSED WEEKS, INTOXICATED BY OUR PASSION FOR EACH OTHER. HAPPY BEYOND IMAGINING. JUST TO BE TOGETHER AGAIN... DOING SIMPLE, EVERYDAY THINGS ...WAS A FULFILLMENT BEYOND ANYTHING EITHER OF US HAD EVER KNOWN.

WE WERE LIKE ONE SOUL EXISTING IN TWO BODIES. I'D BREATHE IN, HE'D EXHALE. I'D FEEL SORROW...

...AND HE'D CRY.

I THINK I ATE TOO MUCH.

YOU NEED TO EAT MORE. YOU'RE TOO SKINNY.

YOU KNOW WHAT I'D LOOK LIKE SWINGING AROUND TOWN IN MY SPIDEY SUIT-- WITH A POT BELLY HANGING OVER MY BELT?

I THINK YOU'D BE ADORABLE.

YEAH--BUT THE BAD GUYS'D NEVER LET ME LIVE IT DOWN.

I...I THINK IT'S TIME WE TALKED, BEN. ABOUT WHAT HAPPENED BACK IN SANTA CRUZ.

ONLY IF YOU'RE READY.

I AM. AFTER ALL THIS TIME, I REALLY THINK I--

KAAA-SHAAA

No warning from my spider-sense--which meant it could only be one person:

KAINE!!

If I'd been thinking, I would have switched into my Spider-suit. But I WASN'T thinking, I was FEELING:

Blind rage.

If Kaine wanted to play mind games with ME, it was one thing. But not Janine.

...and too much fear.

Her life had been a nightmare since she was a little girl -- living with a father whose UNSPEAK-ABLE ABUSES finally became too much to bear.

She killed him ...God forgive her, she killed her own FATHER...and had been running from the law ever since.

My sweet Janine -- who'd known too little love...

GO AHEAD, REILLY --ASK ME!

ASK ME WHY!

CHAANNGGAASH!

WHY DID I WRITE THE LETTER? WHY DID I LURE HER HERE?

KEEESH!

I DON'T CARE WHAT SICK REASONS YOU HAD! I JUST WANT YOU TO LET HER GO!

SHE'S SUFFERED ENOUGH, KAINE! YOU, OF ALL PEOPLE, SHOULD UNDERSTAND THAT!

SHE'S SUFFERED ENOUGH!

AH...BUT IT'S NOT HER SUFFERING I'M CONCERNED WITH.

WHAT IS IT THEY SAY? THE GREATER THE JOY, THE GREATER THE PAIN?

AND IN ORDER FOR YOU TO TRULY FEEL PAIN--I NEEDED YOU TO FIRST EXPERIENCE THE GREATEST JOY POSSIBLE.

I HOPE THESE PAST WEEKS HAVE BEEN GLORIOUS...BECAUSE I ASSURE YOU--

--IT'S THE LAST JOY YOU'LL EVER KNOW!

WHERE IS SHE, YOU ANIMAL?

WHERE IS SHE?!

LET HER GO, BEN!

MEN LIKE US CAN NEVER HOLD ON TO LOVE!

WE WERE BORN TO MISERY--DON'T YOU REALIZE THAT?

THE ONLY PEACE WE CAN EVER KNOW--

WHAM

HAWK

POLICE

--IS THE PEACE OF THE GRAVE!

KOKKT!

THERE WAS NO FIGHT LEFT IN HIM.

HOW COULD THERE BE?

HIS BELOVED JANINE WAS DEAD ON THE FLOOR, NECK BROKEN...

...REILLY'S WORLD BROKEN WITH HER: SHATTERED INTO A THOUSAND JAGGED FRAGMENTS.

CHUD!

NO FIGHT LEFT. NO RESISTANCE.

ONLY THE DARK-NESS...

...WHERE WE BOTH BELONGED.

SKUFFT!

SUCH AGONY ON REILLY'S FACE, SUCH HORROR. A PART OF ME WANTED TO WIPE AWAY HIS TEARS...

...CLASP HIM TO MY BREAST AND BEG HIM TO FORGIVE ME.

BUT HOW COULD I? HE THOUGHT THIS WAS THE END OF OUR DANCE...

...WHILE I KNEW...

...THAT HIS SUFFERING HAD ONLY BEGUN.

NEXT: WAR GAMES!

MARVEL COMICS

SPIDER-MAN

OCT. '96 2

APPROVED BY THE COMICS CODE AUTHORITY

SPIDER-MAN

REDEMPTION

SPIDER-MAN: REDEMPTION

by J.M. DEMATTEIS, MIKE ZECK, & BOB McLEOD

CHAPTER TWO:

WARGAMES

JIM NOVAK, LETTERER * CHRISTIE SCHEELE, COLORIST
GLENN GREENBERG, ASSISTANT EDITOR * TOM BREVOORT, EDITOR
BOB HARRAS, EDITOR IN CHIEF

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OKAY, NOW--

--WHY DON'T YOU TELL US WHAT HAP-PENED?

WHAT HAPPENED?

KAINE KILLED HER.

HE KILLED JANINE.

THAT'S WHAT HAPPENED!!

YOU TAKE IT EASY NOW, KID. WE DON'T WANNA SHOOT--

--BUT IF WE HAVE TO--

KRAKOW

YOU IDIOTS!

YOU CAN'T DO ANY-THING TO ME!

KRAKOW

The war had just begun--and KAINE was already winning.

By bringing Janine back to me--then taking her AWAY again, he'd smashed me down, cracked me open.

YOU DON'T REALIZE WHO I AM! WHAT I'M CAPABLE OF!

TOWW

AND NEITHER DOES HE!

In my rage and grief, I had no hope left. No reason to go on living. All I had...

...WAS MY HATE!

HE KILLED THE WOMAN I LOVE--

--AND I'M GOING TO KILL HIM, DO YOU HEAR ME?

I'M GOING TO KILL HIM!

NO.

There was more to BEN REILLY--to PETER PARKER--than that. To surrender to my hate would make me no better than him.

And I refused to let Kaine drag me down to his level. I refused to become what he was.

And in that moment of calm and clarity...

...I pushed through the veil of my emotions...

...and saw the truth.

It wasn't Janine at all. Just some kind of... CONSTRUCT.

Sophisticated enough to fool me in the darkness, in the confusion of battle...

KRAAL SHH

...but as much a mannequin as the others sprawled across that storage room floor. As much a mannequin...

MEET ME IN THE WOMB

THIS THING AIN'T REAL. IT AIN'T EVEN ALIVE.

WOULD SOMEBODY MIND TELLIN' ME--

--WHAT THE HELL IS GOIN' ON HERE?

...AS KAINE HIMSELF.

...AND SHUDDERED.

I LOOKED INTO THE FACE OF THE TRUTH...

FOR ALL THE YEARS, FOR ALL THE STRUGGLES TO MAKE A LIFE FOR MYSELF, TO BE A MAN --I WAS JUST A REFLECTION IN A GLASS. A MIRROR IMAGE OF BEN REILLY.

A DISTORTED IMAGE, AT THAT.

I WAS REILLY'S CLONE... A FAILED CLONE... SLOWLY DETERIORATING. CELLS EXPLODING, FLESH MELTING, EVERY SECOND OF EVERY HOUR OF EVERY DAY.

NO MAN COULD EVER COMPREHEND THE PAIN I LIVED WITH... THE EXTRAORDINARY SUFFERING MY CELLULAR DETERIORATION CAUSED ME. NO MAN COULD COMPREHEND IT...

BUT ONE MAN WOULD.

SGASHH

REILLY.

FOR A MOMENT, I TRULY SAW HIM THERE IN THE GLASS. FOR A MOMENT I FELT, NOT LOATHING-- BUT TENDERNESS.

WASN'T HE MY BROTHER, AFTER ALL: AS MUCH A REFLECTION OF ME AS I WAS OF HIM?

WE WERE *SIAMESE TWINS*, REILLY AND I: JOINED AT THE SOUL.

WOULDN'T WE BOTH BE BETTER SERVED BY A *COMING TOGETHER* --NOT A *RENDING APART*?

WE'D *HAVE* OUR UNION, I DECIDED --A FINAL, *EN-DURING* UNION. WE'D HAVE IT *SOON*.

BUT NOT BEFORE WE DANCED ONE LAST DANCE. NOT BEFORE REILLY UNDERSTOOD, TO THE BOTTOM OF *HIS* CELLS, WHAT IT MEANT TO BE KAINE.

I SLIPPED ON THE SUIT-- THE ONE DESIGNED TO SLOW MY PHYSICAL DEGENERATION-- AND STRODE THROUGH THE HAUNTED TOMB THAT WAS *PROFESSOR WARREN'S* LABORATORY.

IT WAS THERE THAT MY FATHER BIRTHED ME, LIKE FRANKENSTEIN BIRTHING THE MONSTER. IT WAS THERE THAT HE REJECTED ME. SHAMED AND HUMILIATED ME.

SKRAKKK

AND IT WAS THERE...

...THAT I WOULD DIE.

BUT NOT *ALONE*.

KLIK

NOT ALONE.

HELLO, JANINE.

I WAS AFRAID. I WON'T LIE AND SAY I WASN'T.

BUT I LEARNED, WHEN I WAS STILL A LITTLE GIRL, THAT IT'S HOW WE *FACE* OUR FEAR THAT MATTERS.

DON'T WORRY. HAVE I *EVER* HURT YOU-- IN ALL THE YEARS WE'VE KNOWN EACH OTHER?

I TOLD YOU BEFORE--YOU'RE JUST THE *BAIT*. YOU'RE JUST--

YOU REMIND ME SO MUCH OF HER, DO YOU KNOW THAT?

SO MUCH.

KAINE WAS NO DIFFERENT FROM THE MONSTER I GREW UP WITH. THE FATHER WHOSE ABUSE NEARLY DESTROYED ME.

BUT IT *DIDN'T* DESTROY ME.

I LEARNED TO FACE MY FEAR, TO FACE *HIM*. AND THAT NIGHT WHEN I PULLED THE TRIGGER, WHEN I *KILLED* HIM...

WHY DO YOU PULL AWAY? *WHY?* AM I *THAT* REPULSIVE? THAT *DISGUSTING?*

ANSWER ME, WITCH --BEFORE I--

FORGIVE ME, JANINE. I CAN'T BLAME YOU. *REALLY* I CAN'T.

THERE'S ONLY ONE WOMAN ON THIS EARTH WHO EVER LOVED ME--

--AND THE PRICE SHE PAID FOR THAT LOVE--

--WAS TERRIBLE *INDEED*.

...I KNEW THAT NO *OTHER* MONSTER-- NO OTHER *MAN*...

...WOULD EVER HURT ME AGAIN.

The message was clear enough.

"Meet me in the womb": The lab where the Jackal CLONED Peter Parker--cloned ME!--and created first Kaine and then...the OTHER one.

The lab where Warren tore my life apart, shredded my identity...turned Parker into Reilly--and sent me into exile for five long years.

FIVE YEARS, my thoughts bellowed, I THOUGHT I WAS THE FRAUD, I WAS THE CLONE! FIVE YEARS I--

For the second time that night I struggled against a wave of rage, a floodtide of emotion. I had to CONCENTRATE. keep sharp. keep in CONTROL.

Janine needed me...

...AND I WASN'T GOING TO LET HER DOWN.

WELCOME... BROTHER.

WHERE IS SHE?

SAFE--

--FOR NOW.

YOU'VE GOT WHAT YOU WANT, KAINE. YOU'VE GOT ME.

NOW LET HER GO.

I DON'T THINK SO.

I pushed the hate down--never expecting that COMPASSION would rise up to replace it. I tried to push THAT away, too...

MY BIRTHPLACE, BEN--WHERE I WAS HATCHED FROM YOUR CELLS.

DO YOU HAVE ANY IDEA WHAT I ENDURED HERE--AT WARREN'S HANDS? IT WAS AN AGONIZING BIRTH--IN SO MANY WAYS.

AT FIRST, I WAS THE FAVORITE SON. THE WALKING MIRACLE. AT FIRST, MY DEAR FATHER PUT ME ON A PEDESTAL.

THEN, WHEN HE REALIZED THAT I WAS FLAWED... THAT I WAS SLOWLY DETERIORATING...

--HE TORE ME DOWN. TRIED TO DESTROY ME.

MY OWN FATHER!

...but found, to my astonishment...

...that I COULDN'T.

KAINE--I UNDERSTAND.

WHATEVER HE IS, I thought, HE DIDN'T ASK TO BE.

Warren MADE HIM. WARREN twisted HIM. HE'S THE ONE WHO'S RESPONSIBLE.

AND IN A STRANGE WAY...

...SO AM I.

YOU

UNDERSTAND

NOTHING!

SWAKKK

BUT I'M GOING TO TRY AND MAKE YOU UNDERSTAND.

I'M GOING TO TEACH YOU ABOUT ME, BEN. ABOUT MY PAIN.

I PRAY, FOR YOUR SAKE--

--THAT YOU'RE A FAST LEARNER.

CHAKK

WHY WAS I DOING IT?

TORTURING THE ONE MAN IN ALL THE WORLD WHO CARED ABOUT ME?

SPAKKK

WAS IT BECAUSE I LOATHED HIS WEAKNESS...

...HIS BLEEDING HEART?

SKOMM

OR WAS IT BECAUSE...

...I FELT UNWORTHY OF HIM?

WHATEVER THE CASE, I TOOK NO SMALL JOY IN WATCHING HIM FINALLY... SNAP.

BEN, THE DECENT. BEN, THE GOOD.

BEN, THE RAGING ANIMAL.

BUT I KNEW MY BROTHER WELL. TOO WELL.

IN A MOMENT HE'D REALIZE THAT HE'D LOST CONTROL. IN A MOMENT, HE'D STRUGGLE TO CONTAIN HIS RAGE. TO UNDERSTAND ME.

PERHAPS EVEN-- FORGIVE ME.

I NEARLY LAUGHED. DON'T YOU REALIZE, I WANTED TO SAY...

...THAT THERE'S NO FORGIVE-NESS, NO REDEMPTION...

TOOM!

TOOM!

SSSSSS

AHAHA!

HUHHHHHH

YUHH!

KRAKK

TOOM!

TOOM!

FOR A MAN LIKE ME?

"Just a little formula, Ben--of my own devising. I'm quite LIKE you in that way: a student of science."

Kaine's voice seemed to echo down into my consciousness, as if I were underwater.

"Just a little formula--to do to YOUR cells what was done to MINE."

Then the NEEDLE pierced my flesh. I felt a wave of unbearable heat--like lava, rushing under my skin.

"To give you the SMALLEST TASTE of what I live with--"

My muscles were DISSOLVING. My NERVE-ENDINGS were on fire. A thousand hot daggers STABBED through my brain.

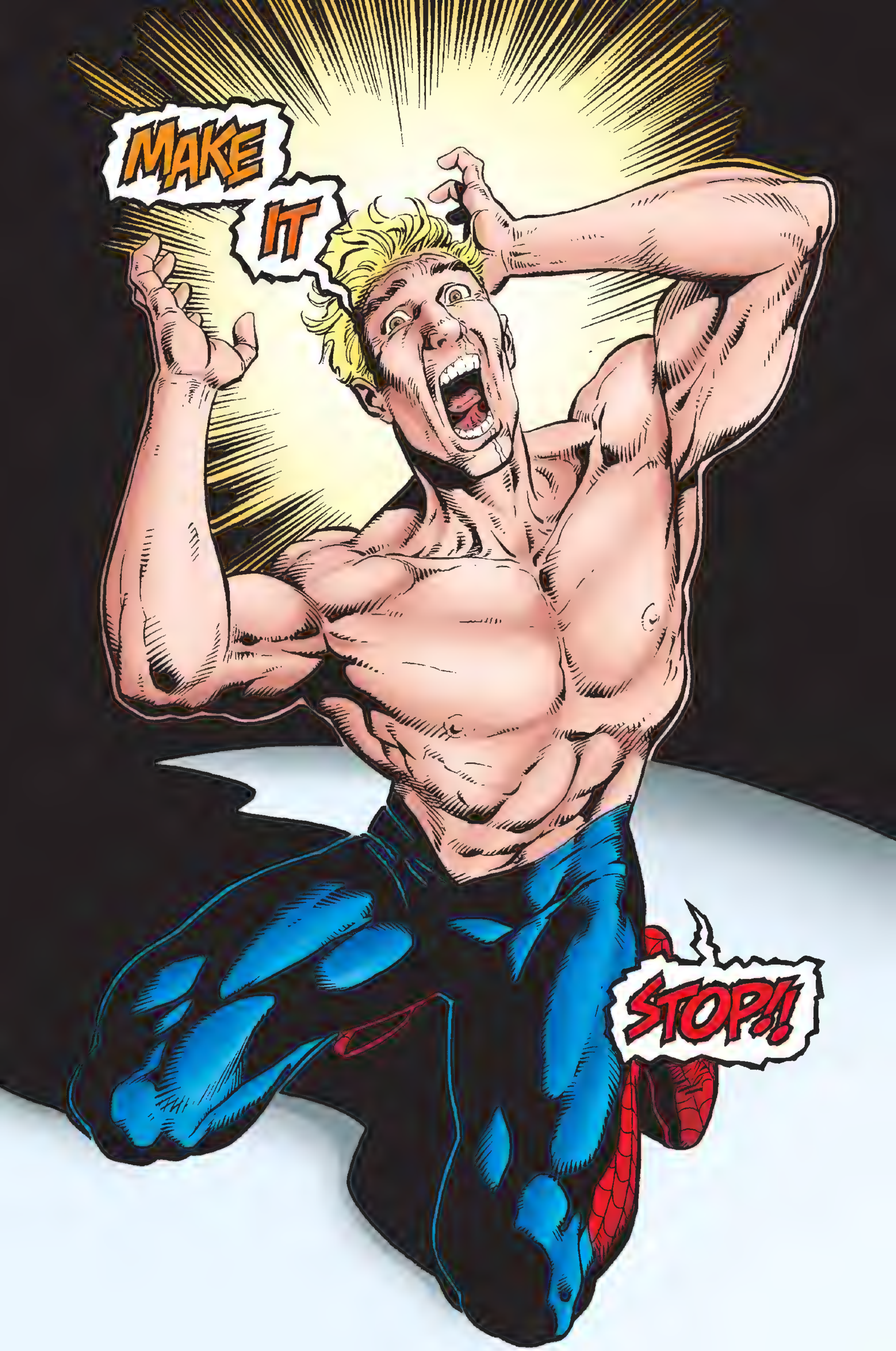
I couldn't move, I couldn't think, I could hardly BREATHE. Everything I knew, everything I was--was PAIN.

I remember screaming (to no one, to EVERYONE. To Kaine, God, and the devil) three words, over and over:

"--every second of every hour--"

"--OF EVERY DAY."

"Make it stop. MAKE IT STOP. MAKE IT STOP."


MAKE
IT
STOP!!

WH-WHERE-- WHERE ARE WE? WHERE'S JANINE?

WE'RE OUT IN THE WORLD, BEN, IN THE SWEET, CLEANSING RAIN. AS FOR JANINE--

SHE'S UN-IMPORTANT RIGHT NOW.

YOU SEE, WE'VE TAKEN A LITTLE JOURNEY, YOU AND I--

--INTO THE PAST.

AH...YOU RECOGNIZE IT, THEN--EVEN IN YOUR CURRENT STATE?

BUT HOW COULD YOU *NOT* RECOGNIZE THE PLACE YOU GREW UP IN? WHERE BEN AND MAY PARKER *RAISED* YOU?

A-A-AUNT... *MAY*?

WHERE OUR... MUTUAL FRIENDS *PETER* AND *MARY JANE* ARE CURRENTLY LIVING.

BUT THEY'RE NOT HOME RIGHT NOW.

WHICH MEANS THAT TONIGHT--

KRAAASHHH

--THE HOUSE BELONGS TO US!

I WAS BORN INTO SHAME AND SUFFERING --WHILE *YOU* HAD A LIFE. A FAMILY. *LOVE.*

WHERE'S THE FAIRNESS IN THAT, BEN? CAN YOU *TELL* ME?

THE ODD THING IS-- IN SOME SMALL PART OF ME-- I COULD *FEEL* WHAT YOU FELT. LIKE A DISTANT ECHO.

AND SOMEWHERE IN THE DARKNESS OF MY SOUL, I LOVED THE PEOPLE *YOU* LOVED. LOVED THIS PRECIOUS *PLACE.*

BUT THOSE FEELINGS... SO VAGUE, *SO UNFATHOMABLE...* DIDN'T *NURTURE* ME AS THEY DID *YOU*--

MIDTOWN HIGH SCHOOL

THEY TORE ME APART!

WARREN... THE JACKAL... TOOK ALL THIS AWAY FROM YOU. TURNED IT TO DUST IN YOUR HANDS.

YOU HAVE SUFFERED, HAVEN'T YOU?

BUT YOU HAVEN'T QUITE SUFFERED ENOUGH.

IT BROKE MY HEART TO LEAVE.

...TO MY REDEMPTION.

THE ONLY REDEMPTION EITHER OF YOU WILL FIND...

OF ALL THE PLACES ON EARTH, I THOUGHT, MAYBE HERE...I CAN FIND THE KEY...

THEN A VOICE ROSE UP FROM THE DEEPS OF MY SOUL. ANGRY, OUTRAGED: REDEMPTION? THE VOICE HISSED. ARE YOU AS NAIVE AS REILLY?

...IS DEATH.

I KNEW THAT VOICE WELL. IT WAS THE VOICE OF TRUTH.

IT WAS MY FATHER'S VOICE.

I felt like I had the worst hangover in the history of the world...

...but, otherwise, I was fine. The burning inside... the endless, unendurable pain... was OVER.

My arm was swollen from some kind of recent injection.

An ANTIDOTE, I realized, to the poison he'd shot me up with.

But, WHY?

Kaine could have left me to die a long and horrible death...

...yet there I was, back in my apartment, alone.

I DON'T BELIEVE IT--!

NO...

...not QUITE alone.

JANINE!

The REAL one this time. NO mistaking her in the light of day.

She was a little GROGGY. a little DAZED...

BEN...?

...but she was ALL RIGHT.

IT'S ME, JANINE.

I'M HERE.

And I swore, in that moment...

I'M HERE.

...that we'd never be apart AGAIN.

I HELD HIM... HELD MY SWEET BEN... FOR A LONG, LONG TIME.

LATER I TOLD HIM ABOUT WHAT HAPPENED WITH KAINE. HOW THE LAST THING I REMEMBERED WAS HIM COMING AT ME WITH A NEEDLE--

--AND THEN I BLACKED OUT. NEXT THING I KNEW... HERE I WAS.

WHY D'YOU THINK HE *DID* IT, BEN? BROUGHT US BACK HERE? GAVE YOU THE ANTIDOTE?

HE'S TOYING WITH US, JANINE. IT'S ALL A... SICK *GAME* TO HIM.

BUT IT'S *HIS* GAME--AND WE DON'T HAVE TO *PLAY* IT.

LET'S GET *OUT* OF HERE... THE TWO OF US. LET'S LEAVE KAINE AND NEW YORK AND ALL THIS MADNESS *BEHIND* US.

WE CAN START OVER AGAIN. JUST LIKE *LAST* TIME.

I FELT HIM TENSE UP. SAW THE SHADOW MOVE ACROSS HIS FACE.

"LAST TIME," HE SAID, WITHOUT SAYING A WORD.

"LAST TIME YOU ABANDONED ME. FAKED YOUR OWN DEATH.

"SHATTERED MY WORLD.

"WHY, JANINE?"

"WHY?"

AND THEN A *NEW* SHADOW MOVED OVER HIM. HE CROUCHED THERE LIKE AN INSECT. EVERY MUSCLE IN HIS BODY TENSED.

MY *SPIDER-SENSE--!*

IT'S *KAINE!* IT *HAS* TO BE!

I'M GETTING YOU OUT OF HERE-- NOW!

HE'S NOT TAKING YOU AWAY FROM ME AGAIN! NO ONE'S GOING TO SEPARATE US--

--EVER AGAIN!

I WAS NEVER BITTEN BY A RADIOACTIVE SPIDER. I DON'T HAVE SOME UNCANNY SIXTH SENSE THAT WARNS ME OF DANGER...

...BUT SOMEHOW I KNEW, AS WE RACED DOWN THE STAIRS, THAT BEN WAS WRONG. IT WASN'T KAINE OUT THERE WAITING FOR US. IT WAS SOMETHING WORSE. AND FAR MORE INEVITABLE.

AND I KNEW, TOO, THAT WE *WERE* GOING TO BE APART... *TORN* AWAY FROM EACH OTHER...

...FOREVER.

HANDS IN THE AIR!

NOW!

NEW YORK POLICE DEPARTMENT

WHAT THE HELL IS THIS?

BUT HE KNEW...WE *BOTH* KNEW...

...EXACTLY WHAT IT WAS.

ELIZABETH TYNE...AKA JANINE GODBE...AKA SARAH PORTER...AKA--

WELL, I THINK YOU KNOW THE REST.

YOU'RE UNDER *ARREST*, MISS TYNE. FOR THE MURDER OF YOUR FATHER.

TIME TO STOP RUNNING, ELIZABETH. IT'S *OVER.*

IT'S JUST *BEGUN!!*

A PART OF ME *WANTED* HIM TO TAKE THOSE POLICEMEN APART--THEN SWEEP ME UP INTO HIS ARMS AND CARRY ME AWAY.

BUT I COULDN'T LET HIM DO THAT.

TO *EITHER* OF US.

BEN, STOP... *PLEASE!*

PLEASE!

LISTEN TO THE LADY, MR. REILLY!

WE'LL HEAR WHATEVER YOU'VE GOT TO SAY... DOWN AT THE STATION.

BE A GOOD BOY, REILLY-- AND I'LL FORGET YOUR LITTLE *TANTRUM.*

BUT *SHE'S* NOT THE CRIMINAL! IT WAS HER *FATHER!* HE--

HE'D SUFFERED *SO MUCH*, OUR POOR BEN HAD. BUT AS I'D SAID EARLIER...

35

42

...HE HADN'T QUITE SUFFERED ENOUGH.

NEXT: CHAINS

MARVEL®

SPIDER-MAN

NOV '96 3

SPIDER-MAN®: REDEMPTION

APPROVED BY THE COMICS CODE AUTHORITY

SPIDER-MAN: REDEMPTION

by J.M. DEMATTEIS, MIKE ZECK, & BOB McLEOD

CHAPTER THREE: CHAINS

JIM NOVAK, LETTERER ✱ CHRISTIE SCHEELE, COLORIST
GLENN GREENBERG, ASSISTANT EDITOR ✱ TOM BREVOORT, EDITOR
BOB HARRAS, EDITOR IN CHIEF

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I WAS BORN *ELIZABETH TYNE*-- BUT IT'S A NAME I'VE COME TO HATE.

LET'S GO, TYNE--

--THE *JUDGE* IS WAITING FOR YOU.

ELIZABETH WAS WEAK. SHE WAS A VICTIM. HER LIFE WAS NOTHING BUT PAIN AND ABUSE...

...HUMILIATION AND SHAME.

YOU'RE A CELEBRITY, YOU KNOW THAT, GIRL? THEY GOT SO MANY TV CAMERAS OUT THERE WAITING FOR YOU I COULDN'T EVEN *COUNT* 'EM!

SO I BURIED ELIZABETH. THREW HER IN A GRAVE AND SHOVELLED THE DIRT OVER HER. BLOCKED HER OUT OF MY MIND AND HEART.

I MUST'VE CHANGED NAMES TWO DOZEN TIMES DURING MY YEARS ON THE RUN. NONE OF THEM REALLY MEANT ANYTHING.

THEY WERE JUST MASKS. LIES.

ELIZABETH, WHY DID YOU--

A STATEMENT, PLEASE--

--PARALLELS WITH THE MENENDEZ TRIAL--

--THAT THE MURDER OF YOUR FATHER WAS--

HOW DOES IT FEEL AFTER ALL THESE YEARS, ELIZABETH--

EXCEPT FOR ONE.

MY NAME ISN'T ELIZABETH. IT'S *JANINE*.

JANINE GODBE.

I BELIEVED IN JANINE. SHE WAS EVERYTHING I DREAMED ABOUT BEING WHEN I WAS A LITTLE GIRL: STRONG. SMART. CAPABLE. NOBODY'S VICTIM.

NOBODY'S FOOL.

POLICE LINE D

I *BECAME* JANINE. SHE MEANT MORE TO ME THAN ELIZABETH EVER COULD. AND I THINK THE THING THAT BROKE MY HEART MOST OF ALL THAT DAY WAS THAT I KNEW I WAS LOSING HER.

SHE WAS THE ONE BEING BURIED NOW-- WHILE ELIZABETH WAS CLAWING HER WAY UP, OUT OF THE GRAVE.

...UNTIL I LOST *BEN*, TOO.

AND IF I LOST JANINE... I KNEW IT WOULD ONLY BE A MATTER OF TIME...

THOSE *NEWSGEEKS* ARE RIDING US SO CLOSE THEY'RE GONNA PLOW RIGHT UP OUR TAILPIPE.

POLICE

WRKK

Y'D THINK THEY HAD BETTER THINGS T'PUT ON TV THAN *MORE* STORIES ABOUT MURDERIN' SCUM LIKE *HER*.

I'M WIT' YOU, *HOWIE*.

WHADDAYA SAY WE *LOSE* THE #@%&$#$#?

SOUNDS GOOD T'ME, HOWIE.

SKREEEEEEEE

POLICE

BEN REILLY WAS THE KINDEST, MOST DECENT MAN I'D EVER KNOWN. HE WAS EVERYTHING MY FATHER WASN'T. IT WAS BEN'S LOVE THAT GAVE JANINE FLESH AND BREATH.

IT WAS BEN WHO MADE ME FEEL ALIVE FOR THE FIRST TIME IN MY LIFE.

BUT HOW, I WONDERED, COULD HE POSSIBLY LOVE ME NOW?

MY FEAR OF LOSING HIM WASN'T *LOGICAL*: LOGIC WOULD SAY THAT A MAN WHO LOVED ME AS DEEPLY AS BEN DID WOULD *NEVER* TURN HIS BACK ON ME.

WE *DITCH* 'EM?

THEY'RE GONE WITH THE FREAKIN' WIND, *THOMAS.*

GONE WITH THE FREAKIN' *WIND.*

BUT BEN, I BELIEVED, LOVED JANINE -- NOT ELIZABETH. HE DIDN'T KNOW *HER*. NO MATTER HOW MANY TIMES I TOLD HIM THE STORIES, HE COULD NEVER *REALLY UNDERSTAND* WHAT MY LIFE WAS LIKE THEN.

THE TRUTH IS-- I COULD HARDLY UNDERSTAND IT.

DON'T YOU EVER BUY YOUR *OWN*, THOMAS? I MEAN, FOR CHRISSAKE, YER ALWAYS MOOCHIN' OFF--

HEY-- Y'GOT A SMOKE FOR *ME?*

FOR YEARS, I PUSHED IT ALL DOWN. PUSHED IT AWAY.

WHAT MY FATHER WAS DOING TO ME WAS SO HORRIBLE--SO UNFATHOMABLE TO A CHILD WHO TRUSTED HER DADDY MORE THAN ANYONE ALIVE--THAT MY MIND COULDN'T PROCESS IT.

WHO THE HELL IS *THAT?!*

LOOKS LIKE A *MUMMY* IN A LEATHER JACKET!

WELL, IF HE DOESN'T GET OUTTA THE WAY HE'S GONNA BE ONE *DEAD* MUMMY!

UH... *HOWIE...?*

COULDN'T EVEN BEAR TO THINK ABOUT IT.

BUT ALONG WITH THE MEMORIES, I WAS PUSHING DOWN MY RAGE. AND ONE DAY, YEARS LATER, WHEN I'D FINALLY MANAGED TO CRAWL OUT OF THAT MONSTER'S HOUSE AND BEGIN A LIFE FOR MYSELF...

HE'S NOT *GETTIN'* OUTTA THE WAY!!

HUNNKK

...THE MEMORIES CAME *ROARING UP.*

AND THE RAGE CAME ROARING WITH IT.

KAA

ZHHHH

WHERE IS SHE?

WHERE IS THAT MURDERING WITCH?!

DIDN'T YOU HEAR ME--I SAID WHERE'S ELIZABETH TYNE?!

I-IN THE BACK! IN THE BACK! JUST DON'T HURT USS UUUFF!

CHOPP!

IT WAS BEN WHO GAVE ME HOPE THAT DAY. SITTING IN THE BACK OF THE VAN, I REMEMBERED WHEN WE FIRST MET, BACK IN SALT LAKE CITY... HOW HE BEGGED ME TO GIVE MYSELF UP.

HIS FAITH IN THE LAW WAS SO STRONG THAT HE COULD NEVER BELIEVE... NOT FOR ONE SECOND... THAT I'D BE CONVICTED OF MY FATHER'S MURDER ONCE ALL THE FACTS WERE OUT.

I HELD FAST TO HIS FAITH... EVEN THOUGH THE JADED CYNIC IN ME WAS CERTAIN THAT THE MEDIA WOULD EAT ME ALIVE AND THE COURT SYSTEM WOULD CHEW UP MY BONES.

POLICE

WHAT WAS LEFT WOULD BE TOSSED INTO THE GAS CHAMBER.

RAKK!!

THEN SUDDENLY IT SEEMED AS IF MY EXECUTION WOULD COME...

YOU'RE A DEAD WOMAN, TYNE.

...LONG BEFORE I ARRIVED ON DEATH ROW.

CHAK

CHAKK

TKOW

TKOW

DON'T EVEN THINK ABOUT IT, LADIES.

'STEADA WORRYIN' ABOUT US...YOU OUGHTA WORRY 'BOUT THAT GIRL--

THAT MAN WAS CRAZY.

"HE'S GONNA KILL HER."

SO-- WHADDAYOU THINK?

AM I A GOOD ACTOR OR WHAT?

YOU'RE AN--

IDIOT!

HEY-- WHAT'D I DO?

YOU KIDNAPPED ME! YOU THREATENED TO KILL ME!

ARE YOU OUT OF YOUR MIND?!

WUMP

DON'T TELL ME YOU DIDN'T KNOW IT WAS ME!

It was hard **ENOUGH** breaking the law like that. Going against everything I was raised to believe in. But when I realized that I'd **SCARED** her so--

I THOUGHT YOU REMEMBERED THIS GET UP FROM SALT LAKE. AND I THOUGHT FOR **SURE** YOU'D RECOGNIZE MY VOICE.

IT DIDN'T SOUND LIKE YOU, BEN. IT SOUNDED LIKE...LIKE THAT MANIAC **KAINE**. I THOUGHT--

OH, GOD, SWEETIE--I'M SO SORRY.

I JUST FIGURED IF I THREATENED YOU IN FRONT OF WITNESSES, NO ONE WOULD **EVER** THINK THAT YOU WERE *IN* ON THIS.

It was no small decision, deciding to break Janine out. I was feeling confused, **GUILTY**. And a little ashamed.

BUT I **WASN'T** IN ON IT. I HAD NO IDEA YOU'D DO SOMETHING LIKE THIS, BEN...IT ISN'T **LIKE** YOU TO--

WHAT'RE YOU SAYING? THAT I SHOULD'VE **LEFT** YOU THERE?

NO. **NO**--THAT'S NOT WHAT I'M SAYING. I **LOVE** YOU. THE ONLY PLACE ON EARTH WHERE I'M HAPPY IS BY YOUR SIDE. IT'S JUST THAT--

NOT ANOTHER WORD, JANINE. WE'RE LEAVING. GETTING OUT OF THIS CITY...OUT OF THIS *COUNTRY* IF WE HAVE TO--

But Janine was my life. She was **EVERYTHING** to me. She'd already been taken away from me **ONCE**. And nothing--not the police, not that *lunatic* Kaine...

--AND STARTING OVER.

...was going to take her away from me **AGAIN**.

I SHOULD HAVE BEEN FEELING PRIDE. SATISFACTION.

AFTER ALL, WASN'T I THE ONE WHO LURED JANINE BACK INTO REILLY'S LIFE, WHO GAVE HIM HOPE AGAIN...

...ONLY TO TEAR IT OUT OF HIS HANDS BY TIPPING THE POLICE OFF TO HER WHEREABOUTS?

HADN'T MY RECENT MIND-GAMES AND MANIPULATIONS CHIPPED AWAY AT REILLY'S SENSE OF SELF...

...DRIVING HIM TO ACTIONS THAT MADE HIM AS MUCH A CRIMINAL AS I WAS?

AHHRR!!

IT WAS IMPORTANT TO ME THAT HE SEE IT... THAT HE *REALIZE* HOW MUCH *ALIKE* WE WERE...

...BEFORE THE GAME WAS ENDED.

YET AS I TUMBLED FROM THAT ROOFTOP--EVERY NERVE-ENDING ON FIRE FROM THE CELLULAR DEGENERATION THAT WAS KILLING ME... THAT MY SPECIALLY-DESIGNED SUIT COULD SLOW BUT NEVER STOP--IT WASN'T MY *PAIN* THAT MADE ME SCREAM.

IT WAS MY SHAME.

SHAME AT WHAT I'D DONE TO JANINE. NOT JUST THEN, BUT ALL THOSE YEARS BEFORE IN SANTA CRUZ.

"SHE'S SUFFERED ENOUGH, KAINE." THAT'S WHAT REILLY'D SAID TO ME A FEW NIGHTS BEFORE. "YOU, OF ALL PEOPLE, SHOULD *UNDERSTAND* THAT."

AND I DID. JANINE *HAD* SUFFERED ENOUGH. IN HER OWN WAY SHE WAS AS MUCH AN OUTCAST, AS MUCH A PARIAH, AS I WAS.

BUT MAYBE THAT'S WHY, I THOUGHT, IT HAS TO BE THIS WAY.

SKUDD

MAYBE THAT'S WHY MY FATE IS AS BOUND TO HERS...

...AS TO REILLY'S.

REILLY--WHOSE CELLS HAD GIVEN ME *LIFE*. WHO GAVE MY EXISTENCE FORM AND MEANING. HE WAS EVERYTHING I *DESPISED*.

BUT HE WAS ALSO--AND I COULD NO LONGER HIDE THIS TRUTH FROM MYSELF--THE EMBODIMENT OF EVERYTHING I WANTED TO *BE*--AND NEVER *COULD*. BECAUSE I WAS JUST A *CLONE*... A FAILED EXPERIMENT...

...AND *HE* WAS A *MAN*.

A MAN WHO'D FACED ALL THE HARDSHIPS LIFE COULD OFFER--AND TRIUMPHED OVER THEM.

I'D ALWAYS LOATHED REILLY'S ADHERENCE TO IDEALS, *LAUGHED* AT IT.

...NO...

NO--I WON'T *WEAR* THIS ANY MORE!

I WON'T--

AND HE'D TRIUMPHED WITH HIS HUMANITY, HIS ESSENTIAL DECENCY, INTACT.

YET NOW THAT I'D PUSHED HIM OVER THE EDGE, FORCED HIM TO STEP OUTSIDE THE LAW, TRAMPLED ON HIS PRECIOUS MORALITY... I WAS *HEARTSICK*.

YES, WE *WERE* ALIKE, REILLY AND I--AND YES, I WANTED HIM TO *KNOW* THAT.

YOU WORTHLESS DISHEVELLED *WRECK*! YOU *WASTE* OF A HUMAN LIFE!

I WAS *ANGRY*.

YOU!!

WHAT ARE YOU *LOOKING* AT?!

NOTHIN'. I AIN'T LOOKIN' AT *NOTHIN'*!

BUT I REALIZED, IN THAT AWFUL MOMENT, THAT WHAT I'D *REALLY* WANTED WASN'T TO PROVE THAT BEN WAS LIKE *ME*--BUT TO PROVE THAT I...

...WAS LIKE HIM.

YOU'RE A JOKE!

A CARBON COPY OF HUMANITY!

A BADLY-DRAWN CARTOON!

A MAN LIKE YOU HAS NO BUSINESS BEING ALIVE... HAVING HOPES, HAVING DREAMS! NO BUSINESS--

--AT--

N-N-NO... PLEASE, M-MISTER... P-P-PLEASE--!

AS I LET THAT POOR MAN FALL, UNHARMED, TO THE GROUND-- I KNEW THE TIME HAD COME. AFTER FIVE UNENDURABLE YEARS, THE GAME HAD TO END. IT WOULD END--THAT NIGHT: FOR ME...

...AND FOR BEN REILLY.

--EVEN IF THE COPS ARE WATCHING THE PLACE...I SHOULD BE ABLE TO SLIP IN THERE AND GRAB SOME THINGS.

I'VE GOT SOME CASH STASHED AWAY FOR AN EMERGENCY--AND THIS CERTAINLY *QUALIFIES.*

BEN, ARE YOU *SURE?*

WHEN WE WERE TOGETHER... *BEFORE* ...YOU USED TO TALK ABOUT HOW MUCH IT WOULD MEAN TO YOU IF YOU COULD COME *BACK* HERE--

--PICK UP THE THREADS OF THE LIFE YOU LEFT BEHIND.

HOW CAN YOU JUST WALK *AWAY* FROM IT LIKE THIS --NOW THAT YOU HAVE IT ALL *BACK?*

Y'WANNA KNOW WHAT THE *JOKE* OF IT ALL IS? WHATEVER I WAS HOPING TO FIND--

--WHATEVER I EXPECTED TO COME *HOME* TO--

--WAS *LONG GONE* WHEN I *GOT* HERE.

YOU CAN'T *MEAN* THAT. YOU USED TO TALK FOR HOURS ABOUT YOUR FAMILY...YOUR *AUNT.* WHAT WAS HER NAME...?

MAY.

AND YOU'RE RIGHT. AUNT MAY... SHE WAS SO *IMPORTANT* TO ME.

AND AT LEAST I GOT TO *SEE* HER -- EVEN IF I NEVER REALLY HAD A CHANCE TO *TALK* TO HER... TELL HER HOW MUCH SHE --

MAY'S *GONE* -- AND THE PEOPLE I KNEW BEFORE, THE FRIENDS I HAD, ARE EITHER DEAD NOW OR --

--IRRELEVANT.

I'M NOT *PETER PARKER*, JANINE. I HAVEN'T *BEEN* PETER -- FOR A VERY LONG TIME. I'M *BEN REILLY* -- AND THE ONLY THING IN THIS LIFE THAT I NEED --

--IS YOU.

BUT, SWEETHEART -- THERE'S STILL *ONE THING* WE NEED TO TALK ABOUT BEFORE WE GO. BEFORE WE CAN REALLY BEGIN A NEW LIFE TOGETHER --

I KNOW. *SANTA CRUZ*. THE STORY OF HOW I "DIED" --

--AND THEN CAME *BACK* TO YOU.

YOU'RE RIGHT, BEN. IT'S TIME YOU KNEW IT *ALL*.

IF WE'RE *EVER* GOING TO FIND THE HAPPINESS WE'RE BOTH SO DESPERATE FOR --

DINER

--IT WAS TIME HE KNEW.

SANTA CRUZ IS A COLLEGE TOWN: LOTS OF YOUNG PEOPLE, LOTS OF **TRANSIENTS**... WHICH MEANT WE WOULDN'T STICK OUT LIKE A COUPLE OF SORE THUMBS.

WE'D BEEN THERE FOR A FEW MONTHS --PASSING OURSELVES OFF AS YOUNG MARRIEDS NAMED **GEORGE** AND **MARY BAILEY.** (WHAT CAN I SAY? WE WERE BOTH CAPRA-FANATICS.)

BUT AT HOME, IN THE LITTLE APARTMENT WE WERE RENTING ON THE TOP FLOOR OF AN OLD VICTORIAN...

...WE WERE STILL BEN AND JANINE.

...HEY, SWEETIE?

HAVE YOU SEEN MY BLACK JEANS?

THEY'RE WHERE THEY **ALWAYS** ARE: SECOND DRAWER DOWN IN THE BEDROOM DRESSER.

BUT I **LOOKED** THERE, ALREADY.

DID YOU EVER THINK OF **MOVING** SOMETHING?

...I SWEAR TO YOU, SWEETIE, THEY'RE NOT--

YOU WERE ABOUT TO **SAY** SOMETHING?

HOW DO YOU **DO** THAT?

IT'S A **GIRL** THING.

SO--CAN I **HAVE** 'EM?

I DON'T KNOW IF YOU **DESERVE** THEM. IT'S BEEN AT LEAST HALF AN HOUR SINCE YOU TOLD ME YOU **LOVED** ME.

OKAY, OKAY--I **LOVE** YOU... NOW GIMME THE PANTS. I DON'T WANNA BE LATE FOR **WORK**!

STUPID JOB, ANYWAY-- CALLING PEOPLE ON THE PHONE ALL NIGHT LONG, TRYING TO SELL THEM **SEPTIC SYSTEMS.**

HEY, I'M LUCKY I FOUND **THIS.** I'M NOT EXACTLY THE MOST **EMPLOY-ABLE** PERSON IN AMERICA, Y'KNOW.

NOW CAN I **PLEASE** HAVE MY **PANTS**?

OH, DEAR-- THEY SEEM TO HAVE **FLOWN** OUT OF MY HANDS.

C'MON, SWEETIE-- THIS ISN'T THE TIME FOR--

TELL ME YOU LOVE ME.

BUT I JUST DID.

TELL ME LIKE YOU *MEAN* IT.

I LOVE YOU, I LOVE YOU, I **LOVE** YOU. *NOW* GIVE ME MY PANTS.

SURE.

WHEN I'M DONE HAVING MY **WAY** WITH YOU.

BUT I'M GONNA BE LATE FOR **WORK**--

EXTREMELY.

WE NEED THE *MONEY*, JANINE. WE--

NO. BUT IT DOES A TERRIFIC JOB OF PAYING THE *RENT*.

YOU KNOW WHAT THEY SAY, HANDSOME:

"MONEY CAN'T BUY ME LOVE."

I *LOVE* IT WHEN YOU RESIST ME LIKE THIS.

THAT'S ME. I'M *TOUGH*. YOU CAN'T WEAR *ME* DOWN. I CAN KEEP THIS UP--

--FOR AT *LEAST* ANOTHER THREE SECONDS.

WE'D BEEN ON THE RUN FOR MONTHS, CHANGING IDENTITIES, CHANGING **JOBS**.

BUT, THROUGH IT ALL, WE HELD TIGHT TO EACH OTHER. TO OUR LOVE. AND, FINALLY, IN SANTA CRUZ, IT LOOKED LIKE WE'D FOUND OUR OASIS: A LITTLE PEACE. A QUIET, GENTLE AND PERFECTLY WONDERFUL LIFE.

BUT THAT OASIS...

GET UP.

HUH...?

...TURNED OUT TO BE A *MIRAGE.*

I SAID *GET UP.*

HE STOOD OVER MY BED LIKE A GHOST, LIKE A LIVING NIGHTMARE-- AND, FOR A MOMENT, BEFORE I WAS FULLY AWAKE, I THOUGHT IT WAS THE *MONSTER.*

I THOUGHT IT WAS MY *FATHER,* BACK FROM THE *DEAD.*

WHAT DO YOU *WANT,* KAINE? WHY DON'T YOU LEAVE US ALO--

GET UP-- AND GET DRESSED. *NOW.*

NO--

YES.

WHAT COULD I DO? I THREW ON SOME CLOTHES AND FOLLOWED HIM OUT OF THE HOUSE. HE HAD A CAR WAITING ... AND WE DROVE, IN CHILLING SILENCE, UP THE COAST...

...TO SAN FRANCISCO.

TO THE GOLDEN GATE BRIDGE.

...YOU KNOW, DON'T YOU, ABOUT THE ONLY WOMAN REILLY LOVED AS MUCH AS HE LOVES *YOU*?

YOU KNOW HOW HIS WORLD WAS DESTROYED-- WHEN ***GWEN STACY*** FELL FROM A BRIDGE LIKE THIS?

GET TO THE *POINT*, KAINE.

I *HATE* THE HAPPINESS REILLY'S FOUND WITH YOU. I HATE YOUR *LOVE* FOR EACH OTHER.

AND I WILL NOT PERMIT IT TO GO ON!

I THINK MY POINT IS *OBVIOUS*.

NO! EVEN *YOU* AREN'T CRUEL ENOUGH TO MAKE HIM GO THROUGH THE SAME TORTURE *AGAIN!* HE'S SUFFERED *ENOUGH!* HE'S--

YES, I WANT HIM TO GO THROUGH IT AGAIN! I WANT HIM TO DIE TEN THOUSAND DEATHS!

AND I'LL SEE YOU DEAD, TOO... ELIZABETH-

--BUT NOT IN SUCH AN-- OBVIOUS WAY.

STAY WITH REILLY AND I SWEAR TO YOU-- I'LL MAKE SURE THE SANTA CRUZ POLICE FIND OUT EVERYTHING ABOUT YOU.

AND NO MATTER HOW FAR YOU RUN... OR HOW FAST... I'LL BE RIGHT BEHIND YOU.

ARMED WITH THE TRUTH.

JUST TELL ME WHAT YOU WANT.

I DON'T SEE ANY REASON TO ACTUALLY KILL YOU. ALL THAT MATTERS IS THAT REILLY THINKS YOU'RE DEAD.

LEAVE HIM, NEVER RETURN-- AND YOUR SECRET REMAINS SAFE.

YOU THINK I GIVE A DAMN ABOUT MY SECRET? ALL I CARE ABOUT IS BEN!

THEN THINK OF BEN. DO WHAT I ASK--AND I SWEAR TO YOU THAT I'LL STOP HUNTING HIM, HOUNDING HIM. YOUR BELOVED WILL LIVE IN PEACE.

WE'RE BOTH SCARRED, JANINE. BOTH FLAWED SPECIMENS, SPIT UPON, REJECTED BY THE WORLD--AND WITH GOOD REASON. FACE THE TRUTH, JANINE--

"HE'S BETTER OFF WITHOUT YOU."

SO I LEFT. SO --I "DIED."

I WROTE IT... WHILE KAINE STOOD OVER MY SHOULDER.

BUT THE NOTE I FOUND THAT NIGHT WHEN I GOT HOME ...THE *SUICIDE* NOTE.

BUT I IDENTIFIED YOUR *BODY*... AFTER THEY PULLED IT OUT OF THE BAY.

YOU IDENTIFIED... A GENETIC *CON-STRUCT*. AN UNLIVING MASS OF CELLS AND TISSUES MADE TO RESEMBLE ME.

JANINE... HOW COULD YOU *DO* IT? HOW COULD YOU *POSSIBLY* BELIEVE THAT I WOULD *EVER* FIND HAPPI-NESS WITHOUT YOU?

AFTER SANTA CRUZ, I HIT *BOTTOM*. IF IT WASN'T FOR *SEWARD TRAINER*, I'D STILL *BE* THERE--

HOW COULD I DO IT? THE TRUTH IS... I COULDN'T.

BUT A FRIGHTENED LITTLE GIRL NAMED ELIZABETH--WHOSE FATHER HAD MADE HER FEEL *DIRTY*...*UNWORTHY* OF LOVE --COULD.

SHE DID IT BECAUSE SHE REFUSED TO BELIEVE THAT BEN COULD EVER FIND JOY WITH SUCH A SHAMEFUL, WORTHLESS CREATURE.

IT WASN'T UNTIL THAT NIGHT, I THINK, THAT ELIZABETH CAME TO UNDERSTAND HOW *WRONG* SHE WAS.

IT'S IN THE *PAST*, JANINE.

LET'S LEAVE IT BURIED.

IN BEN'S ACCEPTANCE, IN HIS FORGIVENESS, SHE FOUND FORGIVENESS FOR A *LIFETIME* OF SINS-- REAL AND *IMAGINED*.

LET'S GO, MY LOVE. LET'S START OUR NEW LIFE TOGETHER.

AND LET'S NEVER LOOK--

IT WAS A NEW BEGINNING.

--BACK...!

CHAK-TOOM!

AND IT WAS THE *END*.

NO, KAINE! NO MORE!

NO MORE!

Whatever compassion I'd felt for Kaine was gone: washed away in the waters of San Francisco Bay.

What he'd done to me... the sheer misery of the months after I'd lost her...was bad enough.

SSTAKK

But he'd used the demons of Janine's childhood...as tools to manipulate her.

And that I could NEVER forgive.

CHROKKK!

That may have been the most terrifying night of my life. I was INSANE with rage and grief. COMPLETELY out of control.

SSSSSSS

Janine, Gwen Stacy, five long years wandering the world stripped of my identity.

Uncle Ben, Aunt May, Harry Osborn.

My parents.

CHUD!

All the loss, all the pain of a lifetime came roaring up out of me. And all of it--every body buried, every tear shed--

--WAS BECAUSE OF HIM.

CH

UD

In that moment, Kaine wasn't just my clone--he was the darkness in my soul made manifest. He was the devil in human form.

And it was time for him to PAY.

CHU

D!

BEN--NO! YOU CAN'T DO THIS!

CAN'T YOU SEE THAT THIS IS WHAT HE WANTS?

HE WANTS YOU TO BECOME LIKE HIM!

HE ALREADY HAS BECOME ME. IN HIS HEART OF HEARTS, HE ALWAYS WAS. AND I... I WAS HIM.

BUT IT'S OVER NOW, BEN. AT LONG LAST-- IT'S OVER.

WHAT DO YOU--?

BOOM.

BOOM

NEXT:
BURNING BRIGHT

MARVEL COMICS

SPIDER-MAN

DEC '96 4

BURNING BRIGHT!

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SPIDER-MAN®

REDEMPTION

I WAS BORN IN A SEA OF *FIRE.*

BOILING CHEMICALS MELTING MY GENETIC STRUCTURE, MOLDING ME...

...INTO WHAT *HE* WANTED: A *CLONE* OF THE MAN HE HATED MOST IN ALL THE WORLD.

CAN YOU IMAGINE WHAT IT'S LIKE BEING BORN A GROWN MAN-- WITH NO CLEAR MEMORIES... JUST VAGUE INTIMATIONS OF A PAST NEVER LIVED?

IMAGINE OPENING YOUR EYES FOR THE FIRST TIME--AND GAZING AT THE FACE OF THE DEVIL.

MY FATHER: MILES WARREN, *THE JACKAL.*

BUT HE WAS THE ONLY FATHER I HAD...

...AND I WAS HIS ONLY *SON.*

AND LIKE ALL SONS I CRAVED MY FATHER'S APPROVAL, HIS ACCEPTANCE. HIS *LOVE.*

FOR A TIME--I RECEIVED IT. BUT ONLY...

...FOR A TIME.

WHEN HE DISCOVERED THAT I WAS *IMPERFECT*, THAT MY CELLS WERE SLOWLY DEGENERATING, THAT I COULD NO LONGER SERVE HIS PLANS...

...MY FATHER *CAST ME OUT.*

I'VE BEEN LEARNING EVER SINCE.

I WAS BORN IN A SEA OF *FIRE*...

I LEARNED THEN THAT THE WORLD WAS CRUEL--AND MEN'S HEARTS WERE COLD. I LEARNED THEN ABOUT SUFFERING AND STRUGGLE.

...AND THE FIRE IS WHERE I INTENDED TO DIE.

SPIDER-MAN: REDEMPTION

by J.M. DEMATTEIS, MIKE ZECK, & BOB McLEOD

Chapter Four: Burning Bright

JIM NOVAK, LETTERER ✱ CHRISTIE SCHEELE, COLORIST
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WHY AM I DOING THIS?

THE BOMB THAT TURNED THIS DINER INTO AN INFERNO-- WAS MY HANDIWORK...

...YET HERE I AM-- STRUGGLING TO SAVE THESE PEOPLE.

ALL MY SHORT LIFE-- MY HEART HAS BEEN DEAD. COLD. HATE HAS BEEN THE FORCE THAT'S FUELED MY EXISTENCE.

WHY THIS SUDDEN OUTPOURING OF COMPASSION?

OR IS IT COMPASSION? PERHAPS...

...IT'S ONLY MADNESS.

IS--IS THAT ALL OF 'EM?

THERE ARE TWO MORE.

YOU GOIN' IN T' GET THEM, TOO?

NO.

I'M GOING IN TO PERISH WITH THEM.

I SEE NOW THAT IT'S NEITHER MADNESS NOR COMPASSION. JUST... PRACTICALITY. THE BOMB WASN'T MEANT FOR THOSE PEOPLE OUT THERE.

IT WAS MEANT ONLY FOR ME...

...AND THE TWO PEOPLE...

...WHOSE DESTINIES ARE INEXTRICABLY BOUND WITH MINE:

BEN REILLY-- THE SOURCE OF MY LIFE AND PAIN, THE GENETIC TEMPLATE FROM WHICH I WAS CLONED...

...AND HIS BELOVED JANINE.

STILL ALIVE I SEE.

BEN... HE WAS HIT BY SOME FALLING DEBRIS... BUT I MANAGED TO DRAG HIM INTO THE TUNNEL THAT YOU DUG--

--BUT MOST OF IT'S COL-LAPSED, KAINE! WE'RE GOING TO DIE IN HERE UNLESS YOU--

OF COURSE WE'RE GOING TO DIE IN HERE. THAT'S WHAT I WANT. AN ENDING TO THESE YEARS OF LUNACY. A FINAL PEACE-- FOR THREE TORMENTED SOULS.

I NEVER INTENDED TO HURT YOU, JANINE--

--BUT I SEE NOW... THAT YOUR LIFE IS AS MUCH A SAD MISTAKE AS MINE OR REILLY'S. THIS WORLD ISN'T FOR YOU--

IT ISN'T FOR ANY OF US.

EMBRACE THE FLAMES. WELCOME DEATH.

I DON'T CARE IF I DIE. MY LIFE ENDED THE DAY I KILLED MY FATHER. BUT, BEN--

--HE'S A GOOD MAN! A KIND AND DECENT MAN!

YOU'RE PART OF HIM! YOU KNOW WHAT I'M SAYING IS TRUE!

TAKE ME-- BUT LET BEN LIVE! LET HIM--

N-NO...!

THIS WAR... HAS ALWAYS BEEN... BETWEEN US, KAINE.

WHY TAKE... AN INNOCENT VICTIM... DOWN WITH US?

MAYBE YOU'RE RIGHT. MAY-BE MEN LIKE US...

...WEREN'T MEANT FOR THIS WORLD. MAYBE--

--WE BELONG TO THE FLAMES.

BUT JANINE--

ALL SHE'S EVER KNOWN IN HER LIFE... IS SUFFERING. HER FATHER TORTURED HER... ABUSED HER!

YOU... OF ALL PEOPLE... UNDERSTAND WHAT THAT'S LIKE!

SHE DESERVES ANOTHER CHANCE, KAINE!

I'M BEGGING YOU--

--WITH ALL MY HEART--

--PLEASE--

PLEASE!

LET HER LIVE!

SHAK-

KROOOM!

NO ONE COULDA MADE IT THROUGH THAT! NO ONE!

THAT POOR GUY... HE--

HEY!

HEY, LOOK!

UP THERE!

GO. LOVE EACH OTHER.

FIND WHAT SHREDS OF HAPPINESS YOU CAN IN THIS WRETCHED WORLD.

ALL I ASK IS THAT YOU DO ONE THING FOR ME--BEFORE YOU LEAVE.

KILL ME.

NO.

I CAN'T THANK YOU *ENOUGH*, KAINE--FOR WHAT YOU'VE *DONE*.

AND I *CERTAINLY* CAN'T *KILL* YOU.

BUT--I CAN'T JUST WALK *AWAY*, EITHER.

YOU'RE A WANTED MURDERER. I'M *SORRY*--

--BUT I HAVE TO TAKE YOU *IN*.

THAK!

YOU THINK I'M GOING TO MARCH OFF TO JAIL LIKE SOME GOOD LITTLE SOLDIER?

I MAY HAVE BEEN AN IDIOT TO SAVE YOU, REILLY--

--BUT I'M NO FOOL!

KAINE...I DON'T WANT THIS!

"I DON'T WANT OUR WAR TO GO ON!"

WAIT A MINUTE! THE BIG GUY--I RECOGNIZE HIM! IT WAS AT THE PARKER TRIAL! HE--

UH-OH.

"UH-OH" WHAT, DETECTIVE?

UH-OH--

"--THAT'S KAINE!"

IF YOU REALLY ARE A PART OF ME...IF SOME SMALL SPARK OF ME IS BURNING INSIDE YOU--

--THEN YOU KNOW THAT IT'S THE RIGHT THING TO DO!

GIVE YOURSELF UP! ACCEPT RESPONSIBILITY FOR WHAT YOU'VE DONE!

THAT'S THE ONLY WAY YOU'LL FIND THE PEACE YOU'RE LOOKING FOR, KAINE!

"THAT'S THE ONLY WAY!"

WE NEED BACK-UP! LOTS OF IT!

MOVE...MOVE! THAT GUY'S A MANIAC!

I WATCHED THEM BATTLING... LISTENING TO BEN'S WORDS.

WORDS MEANT FOR KAINE...

KAAAK!!

SPAAK!

...THAT PIERCED MY HEART...

...AND SHOOK MY SOUL.

DON'T YOU REALIZE, BEN--THAT I'VE BEEN IN JAIL EVER SINCE I WAS BORN? EVERY DAY HAS BEEN MY PRISON! EVERY NIGHT, MY PUNISHMENT!

I'VE PAID FOR MY SINS! WHAT I WANT NOW IS REST! WHAT I WANT NOW IS--

HOLD IT!

DON'T MOVE, KAINE! NOT A MUSCLE!

--DEATH.

LET'S DO THIS THE EASY WAY, OK? LET'S NOT HAVE ANY MORE TROUBLE!

NOW STEP AWAY FROM HIM, NICE AND--

I CAME TO UNDERSTAND MORE ABOUT KAINE IN THAT ONE NIGHT...

AAAA

4KOW
4KOW
4KOW

SHIK

SHIK

GRRRRR

KRAAAK

SO DID BEN.

KAINE--THERE'S GOT TO BE ANOTHER WAY!

DON'T DO THIS--

KAINE!!

IF BEN WOULDN'T BE THE INSTRUMENT OF HIS DEATH--THEN KAINE WAS GOING TO FIND ANOTHER WAY.

DESPITE ALL HE'D DONE, I WAS OVERWHELMED WITH PITY FOR HIM: HE'D BEEN TOUCHED, SO DEEPLY, BY OUR LOVE...AND YET HE COULDN'T FIND AN IOTA OF LOVE ...FOR HIMSELF.

SOMEWHERE INSIDE HIM, HE STILL HEARD HIS FATHER'S VOICE-- CALLING HIM FLAWED, WORTHLESS. UNWORTHY OF LOVE.

HE'S GOT A COP UP THERE--AND HE'S KILLED COPS BEFORE!

THIS ISN'T THE KIND OF SCUM THAT NEGOTIATES--SO THE FIRST CLEAR SHOT YOU'VE GOT--

--TAKE THAT ANIMAL DOWN!

I KNEW THAT VOICE, ALL TOO WELL. AND I KNEW THE DEPTHS ...THE DEPRAVITY...

"Perfect c... time after...

I'M GOING TO BREAK HIS NECK! I'M GOING TO RIP OUT HIS HEART!

XAN DUPLICA... Sales-Servi...

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...IT COULD DRIVE A PERSON TO.

I SHOULD'VE MOVED FASTER ...I SHOULD'VE STOPPED HIM BEFORE HE--

YOU'RE STILL DAZED FROM WHAT HAPPENED IN THE DINER--

IT'S A WONDER HE DIDN'T KILL YOU WHILE YOU WERE FIGHTING!

HE COULD HAVE KILLED ME, JANINE. WE'D BOTH BE DEAD NOW--IF IT WASN'T FOR HIM.

WE'VE GOT TO GO, BEN! IF ANY OF THESE POLICEMEN RECOGNIZE ME--!

BUT, IF I UNDERSTOOD...

...WHY WERE MY FIRST THOUGHTS ONLY OF MYSELF?

LET THE OFFICER GO, KAINE!

YOU'RE TRAPPED! THERE'S NO WAY OUT OF THIS!

YES, THERE IS!

I GUESS... FEAR DIES A SLOW DEATH. BUT THANK GOD...

TAK TAK TAK TAK TAK TAK

SHKOW SHKOW SHKOW SHKOW

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POLICE

POLICE

...IT DIES.

For a moment, I was frozen--unable to ACT. Unsure of what to do.

I couldn't let Kaine die--but I couldn't abandon the woman I loved more than life ITSELF!

It was only when I looked into Janine's eyes--saw the fear fade, the certainty dawn--that I MOVED.

That I saved him.

WHY?!

WHY DIDN'T YOU LET ME DIE?!

LET ME DIE, DAMN YOU!

LET ME DIE!

LET ME DIE.

No words passed between us. No words were necessary.

We knew, in that moment, that we'd found each other. That we truly were--BROTHERS. Born of the same cells.

Possessed of the same heart.

In one astonishing night, the world was TRANSFORMED: a man who'd dedicated his life to DESTROYING me--had SAVED me.

And I, in turn...

BEN!

...had saved him.

YOU DID THE RIGHT THING, BEN.

YOU ALWAYS DO THE RIGHT THING.

AND NOW--IT'S TIME FOR ME TO DO IT, TOO.

WHAT DO YOU--?

I'M DONE RUNNING, BEN.

I'M GIVING MYSELF UP.

NO! WE WERE GOING AWAY! WE WERE GOING TO MAKE A NEW START!

THIS IS A NEW START.

BACK ON THE ROOF... YOU TOLD KAINE THAT YOU HAD TO TAKE HIM IN.

THAT HE HAD TO FACE HIS PAST--

--IF HE EVER WANTED TO FIND PEACE.

I WANT PEACE, BEN. MORE THAN ANYTHING IN THIS WORLD--I WANT PEACE--

--FOR BOTH OF US.

KAINE--?

MY BROTHER SHOWED ME THE WAY. SHOWED ME *MYSELF.*

HE HELPED ME TAKE THE FIRST HALTING STEP...

...TOWARD *REDEEMING* MY CORRUPTED SOUL.

POLICE

FOR THAT, I WILL ALWAYS BE GRATEFUL. FOR THAT...

I--

I SURRENDER.

...I WILL NEVER FORGET HIM.

POLICE

What Kaine did took extraordinary courage. I knew his road would be a difficult one--he had so much blood on his hands that it would take years to even **BEGIN** washing it away.

But I was determined to **HELP** him. To find a way to slow his cellular degeneration...to tell the people who wanted his head about the horrible circumstances that **MADE** Kaine what he was.

His greatest enemy...

...would become his greatest **ADVOCATE.**

JANINE'S road wouldn't be quite as tortuous--I truly believed that, when the facts were out she'd find **MERCY;** she'd find **HOPE...**

WHY DID YOU **DO** IT, ELIZABETH?

--STOPPING RUNNING AFTER ALL THESE--

ELIZABETH, CAN YOU TELL US--

...but it wasn't going to be **EASY** for her.

Still I knew, to the bottom of my soul, that my sweet Janine...my sweet **ELIZABETH**...would find her way.

WHY DID YOU GIVE YOURSELF **UP?**

LET'S JUST SAY--

"--THAT I HAD HELP FROM ABOVE."

And as long as I live, I'll love her. As long as I live, I'll be watching OVER her.

Both as BEN REILLY...

...and SPIDER-MAN.

The End

MARVEL® COMICS

SPIDER-MAN

JULY '96 413

THE AMAZING SPIDER-MAN®

APPROVED BY THE COMICS CODE AUTHORITY

STAN LEE presents THE AMAZING SPIDER-MAN

PAIN -- sharp and all-encompassing -- jolts me awake with strobelike suddenness!

UGGNNN!

I struggle upward --

-- through waves of seething nausea --

-- unable to REMEMBER!

Where am I!?!

What HAPPENED to me?!

How long was I UNCONSCIOUS?!

The ANSWERS hit me like a brick!

N-NO! NO! IT CAN'T BE REAL!

My world suddenly ERUPTS --

-- PINBALLING me against the all-too-revealing walls of my new prison!

T-THIS IS IMPOSSIBLE!

IT

CAN'T

BE

His given name is **Peter Parker.** While in high school, he was bitten by a radioactive spider and endowed with amazing powers, which he has since used to protect the innocent and battle evil. Now he calls himself **Ben Reilly,** and, as a costumed crimefighter, he continues his crusade... for he understands that with great power comes great responsibility! STAN LEE: **PRESENTS: THE AMAZING SPIDER-MAN!**

BUG STORY

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REAL!

HEY, BUG!

HIYA, BUGGIE!

This child's gigantic --

-- but I put him at only THREE or FOUR years old!

How'd this HAPPEN?!

Why am I so SMALL?!

Where'd he FIND me?!

YIKES! He's grown bored, and is tossing me aside!

I'm FINISHED if I hit the floor from this height!

Gotta use my SPIDER-STRENGTH! Must direct the angle of descent toward his BED!

Whew! Not the the gentlest landing on record, but at least I made it!

Now what?!

MYSTERIO, who was still in JAIL the last time I looked, once convinced me that I was only SIX INCHES high!

That was only an elaborate ILLUSION!

This looks REAL!

Gotta try to calm down, and review the situation!

My real name is PETER PARKER, though I've been using the name BEN REILLY!

For the past five years, my CLONE --

-- or at least the guy I THINK is my clone --

-- has been living my LIFE and using my NAME!

Since he's MARRIED and has a KID on the way, I figured it was only fair to let him keep the life and name!

Me, I've recently been trying to get a new beginning going!

Things haven't quite worked out as planned!

WHERE IS *BEN?*

HE SHOULD HAVE BEEN HERE A HALF HOUR AGO!

RELAX, SHIRLEY HE'S PROBABLY STUCK ON THE SUBWAY!

The Daily Grind

I HOPE HE ARRIVES SOON!

I COULD USE THE HELP!

BUSINESS HAS BEEN BOOMING EVER SINCE WE REFURBISHED AND REOPENED THE *DAILY GRIND!*

PLACE LOOKS *FINE,* SHIRL!

ALMOST AS FINE AS *YOU!*

BUT I'M GUESSING THE EXPANDED LAYOUT, NEW FIXTURES, AND FANCY STOREFRONT DIDN'T COME *CHEAP!*

WHY ARE *YOU* HERE, *GARON?*

HEARD ABOUT YOUR RECENT FIRE, AND WANTED TO MAKE SURE YOU WERE ALL RIGHT.

I WAS GREAT... UNTIL YOU CRAWLED OUT OF YOUR SEWER!

YOU'RE LUCKY I'M FAMILIAR WITH YOUR UNIQUE SENSE OF HUMOR, SHIRL.

WAY I HEARD IT, THE INSURANCE COMPANY DIDN'T COVER ALL THESE EXPENSIVE IMPROVEMENTS!

HOW DID YOU EVER COME UP WITH THE EXTRA CASH?

MY PERSONAL FINANCES ***AREN'T*** ANY OF YOUR BUSINESS, GARON!

THEY ***ARE*** WHEN THEY MAY HAVE A NEGATIVE IMPACT ON --

"-- DEVON!"

THAT REILLY STIFF BETTER GET HIS BONY BUTT IN HERE!

I GOT ENOUGH WORK TO DO WITHOUT COVERING FOR THAT WASTE!

HELLO, DEVON.

D-DAD --?!

Score one for the man with the WEBS!

A screw-top jar may impress the local LIGHTNING BUGS --

-- But it's strictly NO CONTEST for a man with the proportionate strength of a spider!

Even one who's only a few inches tall!

Everything looks like standard TODDLER issue!

Although I never had this many toys when I was growing up!

Wonder what kind of wattage they have in that overhead bulb?

Seems as bright as a miniature sun!

Guess it won't bother me as long as I don't stare upward!

I just hope this room isn't located somewhere in the SUBURBS --

-- because I've got to find a way to reach AVENGERS MANSION or FOUR FREEDOMS PLAZA!

HANK PYM or REED RICHARDS will surely know how to restore me to -- WHOA!

I may not be very POLITICALLY CORRECT or PARENTALLY SAVVY --

-- but even I'd hesitate to give a three-year-old a toy which shoots REAL FLAMES!

Looks like I didn't end up in junior's jar by ACCIDENT!

Someone deliberately PLANTED me here!

Someone who obviously wants me DEAD!

I'll worry about the WHO and WHY later!

Right now I've got a DINO to dump!

YO, SMOKY! I HATE TO GET PERSONAL --

-- BUT YOU REALLY OUGHTA SWITCH TO A BLAND DIET!

IT'S OBVIOUS YOU SUFFER FROM BAD HEARTBURN!

AND YOUR BREATH -- STINK-OOO!

MAYBE A LITTLE WEBBING WILL HELP IMPROVE THE AIR QUALITY IN HERE!

THWAPPP

OOPS!

MY MISTAKE!

GUESS I SHOULDN'T HAVE PLUGGED UP YOUR ONLY OUTLET FOR THE RELEASE OF PENT-UP FRUSTRATION!

Somersaulting backwards with all the grace of a lopsided elephant --

-- I avoid MOST of the concussive blast!

Most, but not ALL!

I'm still trying to nudge my BRAIN back on-line when my head suddenly renews its POUNDING.

Trouble is, I'm too dazed to decide if it's another MIGRAINE --

-- Or a WARNING from my Spider-Sense!

TRUST ME, THE REAL *FUN* HASN'T EVEN *BEGUN!*

DAILY BUGLE

NOW THAT YOU'RE STAYING IN *NEW YORK*, AND ACCEPTED A STAFF JOB, I EXPECT MY MONEY'S WORTH OUT OF YOU, *PARKER!*

YOU SHOULD HAVE REPORTED FOR WORK AN *HOUR* AGO!

BUT, JONAH, MY SHIFT DOESN'T START FOR ANOTHER *TWENTY MINUTES!*

HARRUMPH! YOU'LL NEVER MOVE UP IN THE CORPORATE WORLD BY WATCHING THE CLOCK, YOUNG MAN!

URICH! PARKER WILL ASSIST YOU ON YOUR GANGLAND STORY! FILL HIM IN!

NICE WORKING WITH YOU AGAIN, PETER!

BY THE WAY, THIS IS MY NEPHEW, *PHIL.* HE'S INTERNING FOR ME!

PLEASURE TO MEET YOU -- ÷UGNNN÷

WHOA! I USUALLY ONLY GET THAT KIND OF REACTION FROM PEOPLE WHO ALREADY KNOW ME!

SORRY, PHIL! I GUESS I'VE GOT A HEADACHE!

AFTER WALKING AROUND WITH OUR ESTEEMED PUBLISHER, THAT'S HARDLY A SURPRISE!

I JUST HOPE I'M NOT COMING DOWN WITH ANYTHING I'M LIABLE TO PASS ON TO *MARY JANE!*

I must be more POPULAR than I thought!

Someone sure went to a lot of TROUBLE -- not to mention EXPENSE -- for little ol' ME!

Of course, it could be someone who only bears PETER a grudge from the days when he played wall-crawler!

SPIDER-SENSE reacting to an attack from behind --!

Wayooooooooo!

Wish they had toys like this when I was a kid!

Whoops! I accidentally leaped right into the arms of some second-rate MR. FANTASTIC!

Gotta THINK! Who do I know capable of MASTERMINDING an operation of this scope?

DOCTOR DOOM?

THE TERRIBLE TINKERER?

ALISTAIRE SMYTHE?

And, of course, there's always...

MYSTERIO --!

MYSTERIO--!

SOMETHING TROUBLING YOU, *ARMADA?*

THIS *ISN'T* WHAT WE AGREED!

I USED MY *ROBOT PETS* TO MODIFY THOSE TOYS FOR THE EXPRESS PURPOSE OF DESTROYING THE *WEB-SWINGER* --

-- BUT MY DARLINGS WERE NEVER SUPPOSED TO BE AT *RISK!*

PATIENCE! EVEN *SPIDER-MAN* CAN'T KEEP THIS PACE UP FOREVER!

HIS POSITION IS COMPLETELY *HOPELESS!* IT'S ONLY A MATTER OF *TIME!*

BUT, IN THE MEANWHILE, HE'S PULVERIZING MY FRIENDS!

WE SHOULD HAVE PUT A *BULLET* IN HIS HEAD WHEN WE HAD THE CHANCE!

PERHAPS...

BUT SUCH AN UNCEREMONIOUS EXECUTION LACKS *TRUE ARTISTRY!*

ANNIHILATING AN ENEMY ISN'T NEARLY AS SATISFYING UNLESS YOU FIRST HUMILIATE AND HUMBLE HIM!

JUST LOOK AT THE POOR BEWILDERED ***BUFFOON*** --!

HE HAS NO IDEA ***WHO*** IS BEHIND HIS TORMENT, OR EVEN THE TRUE ***NATURE*** OF IT!

HE DOESN'T EVEN ***SUSPECT*** THAT YOU AND I WERE RECENTLY PLACED IN THE SAME ***HOLDING CELL*** WHILE WE AWAITED ***ARRAIGNMENT*** FOR OUR MOST RECENT CRIMES...*

* AFTER THE EVENTS IN ***SPIDER-MAN*** #65 -- Ralf the Warden.

THANKS TO A LITTLE FORESIGHT ON OUR PART, WE WERE SOON ***JOINED*** BY ONE OF YOUR ROBOTIC ASSOCIATES --

-- WHO HELPED US TO ***EMBARRASS*** THE AUTHORITIES!

WE QUICKLY RETIRED TO THIS WAREHOUSE... WHERE I HAD PREVIOUSLY BUILT THIS ENORMOUS SET... FOR A WEEKLY SCIENCE FICTION SERIES... FOR MY DORMANT TELEVISION NETWORK!

I STILL BELIEVE MY SHOW WOULD HAVE BEEN A REAL ***RATINGS-SMASH*** --

-- BUT I'M MORE THAN WILLING TO SETTLE FOR A ***SMASHED SPIDER!***

I UNDERSTAND THAT ***CAPTURING*** THE WEB-SWINGER INVOLVED A ROOFTOP CHASE --

-- BUT A PAIR OF YOUR LITTLE FRIENDS EVENTUALLY DID MANAGE TO SUBDUE HIM ***BEFORE*** HE RECOGNIZED THEM!

WE BOTH DESERVE A ***BREAK*** AFTER ALL OUR HARD WORK, ARMADA!

I SUGGEST YOU JUST ***SIT BACK,*** AND ***ENJOY*** THE SHOW --!

FUZZ

"ENJOY IT, MYSTERIO?!

"ENJOY IT?!"

HOW AM I SUPPOSED TO DO THAT WHILE SPIDER-MAN IS ***MURDERING*** MY FRIENDS...

...THE ONLY ***TRUE*** FRIENDS I EVER HAD?!

ALL RIGHT! ***ALL RIGHT!*** IF IT WILL STOP YOUR INCESSANT WHINING, I'LL KICK THE FESTIVITIES INTO ***OVER-DRIVE*** --!

Hoo-boy!

It's times like THIS when I really wish I could give my good buddy PETE a call --

-- and ask him if he wants his OLD JOB back!

Who am I kidding?

Though the ODDS are overwhelmingly against me --

-- and my situation needs drastic improvement before it could even be rated IMPOSSIBLE --

-- I've never felt so ALIVE!

IT ***ISN'T*** WORKING, MYSTERIO! HE'S GONE ON A ***KILLING FRENZY!***

For five years, I believed I was Pete's clone!

I wandered this country in a total FUNK --

-- without HOPE, DIRECTION or PURPOSE!

But my days of living with despair are OVER!

If someone can SHRINK me to this height --

-- I know that I can eventually find a way to REVERSE the process!

DO SOMETHING, MYSTERIO!

DO SOMETHING!

AUNT MAY once taught me --

-- at least I think it was ME --

-- although it might have been PETER --

-- that only a WEAKLING quits when the going gets rough!

We PARKERS are much tougher than most people think, and -- HEYYY!

Now there's a familiar-looking DOOHICKEY --!

I'm suddenly feeling a lot more CONFIDENT about my chances for success!

If my hunch is correct, a little PROVOCATIVE ACTION on my part ought to bring this situation to a CRITICAL JUNCTURE!

--

DID YOU *SEE* THAT?!

H-HE *KILLED* LAURIE!

POOR, SWEET LAURIE!

TRY TO REMAIN CALM, ARMADA! IT WAS ONLY A MECHANICAL DEVICE!

ONLY A MECHANICAL DEVICE?!

SHE WAS MY FRIEND!

Lookee who I just flushed out of hiding!

STOP THIS SENSELESS SLAUGHTER!

ENOUGH!

-- BUT THAT'S NOTHING COMPARED TO WHAT I'VE GOT PLANNED FOR YOU!

SURRE! AND I'LL BET THEY EVEN SEND YOU CARDS ON FATHER'S DAY!

SLAUGHTER?!

THAT'S A BIT OVER THE TOP, ARMADA -- EVEN FOR A HEAD-CASE LIKE YOU!

I MAY HAVE SMASHED A FEW OF YOUR L'IL PLAYMATES --

YOU DON'T UNDERSTAND! NO ONE DOES! MY DARLINGS ARE SO MUCH MORE THAN MERE ROBOTS!

THEY'RE DISTINCT INDIVIDUALS WITH THEIR OWN PERSONALITIES AND QUIRKS.

WHA -- WHAT ARE YOU DOING TO ME?!

SIMMER DOWN, SPUNKY!

WE'RE GOING ON A LITTLE *JOYRIDE!*

WHILE I'M SURE YOU'RE THE ONE WHO JURY-RIGGED THE *TOYS* --

-- AN *ILLUSION* THIS DETAILED AND DERANGED REQUIRES AN INDIVIDUAL WITH A *REALLY* TWISTED *IMAGINATION!*

I'VE GOTTA GIVE YOU *CREDIT*, MYSTERIO! YOU ALMOST HAD ME *FOOLED!*

I ESPECIALLY LIKE THE GIANT-SIZED *MECHANICAL KID*, AND THE WAY YOU DISGUISED THIS *OBSERVATION ROOM* AS A BLAZING OVERHEAD LIGHT FIXTURE!

A MASTER SHOWMAN LIKE MYSELF USUALLY LIVES FOR *PRAISE* SUCH AS THAT, WEB- SWINGER --

-- BUT, IN THIS PARTICULAR CASE, I REALLY WOULD HAVE PREFERRED TO SEE YOU *DEAD!*

Awww! I'M SORRY IF I DISAPPOINTED YOU!

DON'T BE! THOUGH YOU HAVE MANAGED TO SURVIVE, AND FRUSTRATE ME YET AGAIN, I AM CONFIDENT THAT I WILL EVENTUALLY DEFEAT YOU!

AND I ONLY HAVE TO WIN *ONCE!*

Uh-oh! He's diving into a cloud of his concealing mists!

I'm not exactly sure HOW he projects this protective cover!

All I know is that it gives him TWO very distinct advantages.

His suit contains a built-in device which allows him to SEE through this mess --

-- and these mists somehow manage to deaden my SPIDER-SENSE!

Am I discouraged?

NO WAY!

I'm a tricky little devil!

With my spider-like speed and reflexes, I'll just weave a WEB OF FISTS around him --

-- swinging like MAD --

-- until I eventually make CONTACT and --

-- WHOOPS! Feels like I knocked his FISHBOWL clean off his shoulders --

-- and his HEAD was still inside it!

At least I THOUGHT it was his head! Hoo-boy! Talk about embarrassing! I don't know if the real MYSTERIO was ever truly here --

-- or if he just SUBSTITUTED this life-sized decoy while I was swatting air!

THAT LYING, CHEATING --!

H-HE *USED* ME!

HE PLAYED ME AND MY FRIENDS FOR *FOOLS!*

DOESN'T SOUND LIKE MUCH OF A *STRETCH* TO ME!

Y'KNOW, ARMADA... YOU REALLY SHOULD GET *OUT* MORE!

AT LEAST I HAD AN *EXCUSE* FOR MISTAKING HIS HYPERACTIVE ACTION FIGURE FOR THE REAL DEAL!

GOT TO HAND IT TO OL' MYSTERIO, THOUGH...

...HE USUALLY KEEPS YOU *GUESSING!*

AND HE'S ALWAYS GOOD FOR A FEW *LAUGHS!*

HAHAHAHA

WHAT A *JOKE!*

AFTER TAKING A JOB AND MOVING ALL THE WAY TO PORTLAND, OREGON...

...MARY JANE AND I FINALLY REALIZED THAT WE BELONG BACK HERE IN *NEW YORK!*

I'M JUST LUCKY THAT JOLLY JONAH JAMESON HAD THAT OPENING FOR ME AT THE *DAILY BUGLE!*

KITCHEN DI

BUT IT REALLY FEELS WEIRD TO BE LIVING IN AUNT MAY'S HOUSE AGAIN!

I KEEP EXPECTING TO SEE HER WHENEVER I LOOK UP!

IT'S SO HARD TO ACCEPT THE FACT THAT SHE'S REALLY GONE --

OH!!

ARE YOU ALL RIGHT, PETER?

WHAT HAPPENED?

I...I'M *FINE...* ALTHOUGH I FEEL LIKE A FIRST-CLASS *KLUTZ!*

A DINNER PLATE SLIPPED OUT OF MY HAND WHILE I WAS UNPACKING IT!

YOU SURE IT'S *NOTHING?*

KITCHEN CUPS & SAUCERS

I HATE TO KEEP SECRETS FROM *MARY JANE,* BUT I DIDN'T WANT TO ALARM HER WHILE SHE'S STILL CARRYING OUR BABY!

I CAN'T DENY IT ANY LONGER! I'M NOT SURE WHAT'S HAPPENING, BUT SOMETHING'S DEFINITELY *WRONG* WITH ME --

-- AND IT COULD BE *SERIOUS!*

NOTHING A LITTLE *COORDINATION* COULDN'T HELP!

CRASH!

NEXT ISSUE: THE LETHAL DEBUT OF *DELILAH!*

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DAREDEVIL®

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DAREDEVIL

HEAD TO HEAD WITH SPIDER-MAN!®

Nord Ryan 96

STAN LEE PRESENTS THE MARVELOUS MAN WITHOUT FEAR!

ANOTHER BRILLIANT IDEA, MR. MURDOCK!

NOTHING LIKE GETTING OUT OF THE OFFICE FOR A QUICK SWING AROUND TOWN TO CLEAR COBWEBS OUT OF THE OL' HORNHEAD!

DOESN'T SOLVE A SINGLE PROBLEM-- BUT IT SURE MAKES YOU FEEL GREAT TO BE ALIVE!

GUEST-STARRING THE SENSATIONAL AND AMAZINGLY SPECTACULAR SPIDER-MAN

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CHARMING DEVILS

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OUT OF RANGE!

GOOD...

...FOR YOU, DAREDEVIL!

BUT WE'LL MEET SOON ENOUGH! WAITING A LITTLE LONGER WON'T KILL...

...ME!

WELL, TIME TO GET BACK TO MY OFFICE...

...WHILE IT STILL *IS* MY OFFICE!

`COURSE, THAT'S UP TO *ME*--AND IF I TAKE ROSALIND SHARPE UP ON HER *OFFER*...

...THOUGH IT'S PRETTY CLEAR SHE HAS A KNACK FOR MAKING OFFERS YOU CAN'T REFUSE!

ONE MINUTE SHE'S ASKING THE *NELSON AND MURDOCK LAW FIRM* TO MERGE WITH HER OWN...

...MY PARTNER ACCEPTS SO *QUICKLY* YOU'D THINK HE'D BE THRILLED WITH A *BROOM CLOSET OFFICE* AND *SHIPPING CRATE DESK*...

...AND BEFORE YOU CAN SAY "SELL YOUR SOUL," I'M TOLD FOGGY WON'T EVEN GET *THAT* IF I DON'T SIGN ON THE DOTTED LINE, *TOO!*

NO WONDER THEY CALL HER "*RAZOR!*"

THIS MEANS A LOT TO FOGGY... NOT TO MENTION IT'D BE A GOOD CAREER MOVE FOR HIM, AND I'D HATE TO MESS UP THAT.

OUR FRIENDSHIP'S ALREADY A LITTLE STRAINED AS IT IS...

AND HERE I HOPED MY LIFE WAS GETTING EASIER!

...'CAUSE YOU'RE A HUMAN SUPERNOVA, A SOLAR ♪ SUPERMAN... ♫

CHUNK CHUNK

SLAMM

B2044

MATT!?!

Y-YOUR COSTUME!

YOUR SECRET!

MY GOD-- WHAT IF IT WASN'T ME?

WHAT IF SOMEONE WAS WITH ME?

WHAT IF SOMEONE WALKED BY WHILE THE DOOR WAS OPEN?

HEY, FOGGY.

'LO, MATT.

THE WINDOWS! CAN'T YOU SEE SOMEONE COULD LOOK IN THE WINDOWS?!

SLOW DOWN, QUICK-SILVER!

FIRST--I'M BLIND, REMEMBER? SECOND--I'VE GOT HEIGHTENED SENSES.

I KNEW IT WAS YOU AND YOU ALONE IN THE HALLWAY BECAUSE I COULD HEAR YOUR DISTINCTIVE HEARTBEAT.

AND THE SUN'S GLARE ON THE WINDOWS MAKES IT IMPOSSIBLE TO SEE IN--KAREN HELPED ME CHECK THAT.

OH, WELL...

HYDE CAPTURED

LOOKS LIKE THE JOKE'S ON FOGGY NELSON AGAIN, HUH?

'COURSE, I'M PRETTY SURE ROSALIND SHARPE WON'T APPRECIATE THIS KIND OF THING...UNLESS SHE KNOWS YOU'RE DAREDEVIL, TOO?

THAT'S NOT FAIR, FOGGY. YOU KNOW I--

NEVER MIND.

OH, UM...GEE, NOT AS WELL AS I'D LIKE TO...

I MEAN, I'VE KNOWN OF HER FOR A LONG TIME...AND SHE IS ONE OF THE TOP LAWYERS IN THE COUNTRY!

LISTEN. WE HAVE TO TALK ABOUT ROSALIND'S OFFER. HOW WELL DO YOU REALLY KNOW HER?

TRUTH IS--SHE'S THE REASON I BECAME AN ATTORNEY IN THE FIRST PLACE.

REALLY? YOU NEVER MENTIONED THAT BEFORE, FOGGY...NEVER MENTIONED HER BEFORE...

WHY DO I GET THE FEELING THERE'S SOMETHING YOU'RE NOT TELLING ME?

THIS FROM THE MAN WHO DIDN'T TELL ME HE WAS DAREDEVIL FOR YEARS AND YEARS!

I CAN ONLY SAY I'M SORRY SO MANY TIMES, FOGGY!

KLUNK

YOU KNOW NOW, FOGGY. THINK HOW HANDY THAT COULD BE IN OUR TWO-MAN LAW PRACTICE!

YOU'RE RIGHT! NOW I'LL KNOW WHY YOU DISAPPEAR FOR DAYS OR WEEKS OR MONTHS AT A TIME! THAT'S MUCH BETTER!

THE FACT IS... ROSALIND SHARPE'S AS GOOD AS YOU AND FAR MORE RELIABLE! I CAN'T PASS THIS UP AND YOU SHOULD--

I SHOULD GET THE DOOR!

B204

HELLO! COME IN! NICE TO SEE YOU!

OR IS THAT "ABANDON HOPE, ALL YE WHO ENTER HERE"? ALWAYS GET THOSE CONFUSED!

OH!

Umm... I WAS ABOUT TO KNOCK...

WELL, I'D HATE TO THINK YOUR ARM WAS PERMANENTLY STUCK IN THAT POSITION.

LIZ?

LIZ! I... Uh... I WASN'T EXPECTING...

DAREDEVIL, THIS IS LIZ OSBORN. I REPRESENTED HER RECENTLY, AND...

AND DID AN EXCELLENT JOB! I JUST THOUGHT I'D STOP BY AND THANK YOU...

WELL, IF WE'RE NOT GOING TO TALK ABOUT *ME*, I'M *OUT* OF HERE!

ONCE AGAIN--*GREAT JUDO TIPS*, FOGGY! THANK GOD YOU USE THAT POWER FOR *GOOD*, NOT *EVIL*!

I'LL LET YOU KNOW IF I DIG UP ANYTHING ON THAT "STORM STEALING THOR'S *THUNDER*" CASE YOU'RE WORKING ON... BUT FIRST...

...I GOT A DATE WITH AN *ANGEL*!

I DIDN'T REALIZE YOU KNEW *DARE-DEVIL* SO WELL, FOGGY!

WHAT--DOES HE *WORK* FOR YOU?

NOT EXACTLY.

YOU CAN *FIRE* PEOPLE WHO WORK FOR YOU...

I MEAN, I LOVE HIM LIKE A *BROTHER* AND IT'S LIKE HE'S PART OF MY *FAMILY*, BUT...

...BUT MY FAMILY'S PRETTY *MESSED UP*!

TELL ME ABOUT IT! I WAS MRS. GREEN GOBLIN FOR AWHILE THERE, REMEMBER? AND THAT'S JUST FOR *STARTERS*!

WANT TO TRADE *WAR STORIES*, COUNSELOR? MAYBE WE COULD EVEN DO IT...

"...OVER LUNCH?"

NO

--WAITING FOR SOMEONE, WAITER. HE SHOULD BE HERE ANY MINUTE.

CORRECTION-- *IS* HERE *NOW!*

ZEROED RIGHT IN ON YOUR VOICE, *KAREN.* GLAD I COULD *HEAR* IT.

OF COURSE, I'M *ALWAYS* GLAD TO HEAR YOUR VOICE...

...AND SMELL YOUR PERFUME AND LOTIONS AND I *SWEAR* I CAN TASTE YOUR LIPSTICK FROM HERE!

MEN *WITHOUT* HEIGHTENED SENSES DO NOT KNOW WHAT THEY'RE MISSING!

MATT! PEOPLE ARE *WATCHING!*

I DON'T SEE ANYONE...

SIT DOWN, BEHAVE AND *ORDER LUNCH,* COUNSELOR!

I'M HAVING THE SPINACH SALAD AND AN AMBROSIA SPRINGS, BUT THERE'S A MENU SPECIAL *YOU* MIGHT LIKE...

...DEVILED EGGS!

AS YOU CAN TELL, WAITER, MY GIRLFRIEND'S SENSE OF HUMOR HASN'T QUITE *RECOVERED* SINCE THE *ACCIDENT.*

ACTUALLY, I'D LIKE THE BROILED CHICKEN SANDWICH WITH AVOCADO, PEPPERJACK AND HOLLANDAISE SAUCE, PLEASE.

AH! AN EXCELLENT CHOICE, SIR! YOU MUST BE A REGULAR!

NO... BUT I COULD SMELL WHAT WAS COOKING IN THE KITCHEN!

HA! HA! I CAN SEE THAT YOU ARE BOTH COMEDIANS!

DEVIL'S FOOD CAKE... SHRIMP DIABLO...

ALL RIGHT, KAREN--YOU WIN! I SURREN--

Hmmm. IS THIS TODAY'S PAPER? WHAT DOES IT SAY ABOUT HYDE?

DEVIL BLOOD HYDE-

SAME THING YOU TOLD ME--HE'S DARING THE AUTHORITIES TO PROVE HE KILLED THAT GIRL!

AS IF HE NEVER KILLED BEFORE! MAKES ME GLAD WE HAVE THE DEATH PENALTY IN NEW YORK AGAIN!

NOT SO FAST, KAREN!

GRANTED, HYDE'S THE CLOSEST I'VE EVER SEEN TO PURE EVIL--BUT BY LAW HE IS PRESUMED INNOCENT...

THEN MAYBE I NEED TO PUT ON A SKIN-TIGHT SUIT AND TAKE THE LAW INTO MY OWN HANDS--I HEAR IT'S THE THING TO DO.

YOU'D HAVE TO BE CRAZY OR BLIND... OR BOTH!

DON'T YOU HAVE A REAL JOB YET?

OH! Um... NO, STILL LOOKING...

STILL TRYING TO FIND MY NICHE...

HAS TO BE JUST RIGHT, YOU KNOW.

YES. I KNOW.

I KNOW KAREN'S HEARTBEAT JUST WENT OFF THE SCALE! SHE'S LYING!

DID SHE THINK I WOULDN'T NOTICE? WHAT'S SHE TRYING TO KEEP FROM--

WELL, I LEARNED A LONG TIME AGO I COULDN'T FOOL A TOP REPORTER LIKE BEN URICH!

MATT MURDOCK! GOOD TO SEE YOU! HEARD YOU WERE BACK FROM THE DEAD...

NOT THAT I EVER BELIEVED YOU REALLY WERE DEAD! NOT A TRICKY DEVIL LIKE YOU!

YOU REMEMBER KAREN PAGE, BEN?

OF COURSE AND ON MY LEFT-- YOUR RIGHT--IS MY YOUTHFUL SIDEKICK, PETER PARKER!

STILL TAKING THOSE PHOTOS OF SPIDER-MAN FOR THE DAILY BUGLE, PETER?

YEAH. YOU KNOW BETTER THAN ANYONE, MATT-- WHEREVER THE WALL-CRAWLER WENT, I WAS RIGHT THERE.

'COURSE IT'S NOT QUITE THE SAME AS IT USED TO BE...

IT'S NOT TOO *DIFFERENT*, EITHER, PETER-- THERE GOES *SPIDER-MAN* NOW!

WHAT--?

ARE YOU *CERTAIN* THAT'S SPIDER-MAN, PETER?

YEAH. I MEAN, THE *COSTUME'S* DIFFERENT, BUT I'M SURE HE'S GOT A *REASON*...

...AND I'M SURE IT'S NOT *SIMPLE!* NOTHING IN *SPIDEY'S* LIFE *IS*, Y'KNOW!

YES. WELL...

CAN YOU *BELIEVE* IT? I JUST REMEMBERED AN *APPOINTMENT* I'M LATE FOR. YOU'LL HAVE TO *EXCUSE* ME...

HE'S GOING OFF TO CHANGE--

--TO *DAREDEVIL!* GOTTA --

--COVER FOR HIM!

THAT MATT! *VERY* CIVIC-MINDED!

ALWAYS DOING PRO-BONO WORK FOR PEOPLE IN HELL'S KITCHEN!

WORD IS HE'S BARELY GOT TIME FOR *PAYING* JOBS!

MAN, I AM ONE *WIPED-OUT* WEB-SLINGER!

DIDN'T REALIZE HOW MUCH THAT FIGHT WITH *MYSTERIO* TOOK OUT OF ME! CAN HARDLY WAIT TO CRAWL INTO *BED* AND--

SPIDER-MAN!

YOU'D BETTER BE ABLE TO PROVE YOU'RE THE *REAL* WEB-SLINGER, *FAST!*

I'LL GIVE YOU *TWO HEARTBEATS!*

DAREDEVIL?! OH, NO! I'M REALLY *NOT* IN THE MOOD FOR ONE OF THOSE *FIGHT-THEN-TEAM-UP* THINGS!

LOOK, *Um...* *OH!* OKAY, I KNOW YOU'RE SECRETLY A LAWYER NAMED--

SORRY! THAT'S ONLY THE WORLD'S *WORST-KEPT* SECRET, BUT I'D LIKE YOU TO PRETEND *SOMEONE* DOESN'T KNOW

ANYWAY, THERE'S ONLY *ONE MAN* WITH A HEARTBEAT LIKE *YOURS*-- AND HE WAS STANDING *NEXT* TO ME WHEN YOU SWUNG BY!

CARE TO FILL IN THE *DETAILS?* YOU COULD EVEN JOIN ME FOR *LUNCH...*

SORRY, DD. I REALLY *CAN'T.* I GOTTA...

I MEAN I'M *EXHAUSTED* AND... *Uh...*

Um... DO I SMELL A *CHILI-DOG?*

I *LOVE* CHILI-DOGS!

LATER...

--FOUND OUT *PETER* WAS THE CLONE AND I WAS THE *REAL* PETER EVEN THOUGH I'M STILL *BEN* AND THEN THIS *SKELETON* SHOWS UP AND NOW NO ONE KNOWS *WHAT* TO THINK!

Ouch! WELL, MEND THOSE FENCES, MY BILLY-CLUB BUCKAROO! NOTHING'S WORSE THAN WHEN THE PEOPLE YOU KNOW BEST ARE YOUR ENEM--

HOLD IT! THERE'S...

I HEAR IT.

SO YOU'VE BEEN BUSY. THAT'S GOOD!

ALL I'VE DONE LATELY IS FAKE MY OWN DEATH AND WEAR SOME DIFFERENT COSTUMES!

OH--AND FOGGY FOUND OUT I'M DAREDEVIL AND THINKS I LIED TO HIM FOR YEARS... MAINLY BECAUSE I DID!

...SOMETHING...

SHOTGUN!

KBLAM

I HATE IT WHEN YOU'RE RIGHT!

WHO *IS* IT--ONE OF *MINE* OR *YOURS*?

NEW HEARTBEAT COMING FROM BEHIND THAT *CHIMNEY* ON HIS WAY OUT TO SAY "HI"!

I'LL *FLIP* YOU FOR HIM. LAND ON YOUR *FEET*--HE'S YOURS. LAND ON YOUR *HEAD*--HE'S MINE.

NO! THIS AIN'T *NONE* OF SPIDER-MAN'S BUSINESS! HE STAYS *OUTTA* THIS!

I'M THE *SHOOTER*-- AND I'M GONNA MAKE A *REP* BY TAKING OUT THE GUY WHO GAVE THE *KINGPIN* SO MUCH TROUBLE.

WHAT--YOU MEAN *DAREDEVIL*?

Y'KNOW, *I* FOUGHT THAT BIG BUTTERBALL *LONG* BEFORE DD DID.

EVERY ONE FORGETS I *MADE* THAT GUY!

target :

SPIDEY'S *RIGHT*. YOU'D GET A *MUCH* BIGGER REP BY KILLING *HIM* INSTEAD OF ME.

Um, WAITAMINNIT...

LOCK : 3264

SOUNDS GOOD TO *ME!*

HEY!

WAIT!

WHOA!

YOW!

WATCHIT!

SHEESH!

BRATTATTATTA TATTATTAT

BOY, HE'S *FAST!*

FASTER THAN THE SHOOTER? I *CAN'T* BELIEVE IT!

LET'S SEE... THAT'S A MODIFIED BROWNING .50-CALIBER *MACHINE GUN,* RIGHT? 575 ARMOR-PIERCING ROUNDS PER MINUTE?

NOT TO TELL YOU HOW TO DO YOUR *JOB...* BUT MAYBE IT'S TIME TO USE SOMETHING *ELSE.* WHAT DO YOU HAVE?

BCHOOOM

HEY, DD--MAYBE YOU HAVEN'T NOTICED... BUT BILLY-BOB BULLET HERE IS *SHOOTING AT ME!*

AREN'T WE SUPPOSED TO BE PALS? *BUDS?* THE TWO-MAN BEACH *VOLLEY-BALL TEAM* OF THE SUPER HERO SET?

KBAM

WELL... I GOT MY WRIST-MOUNTED *SHOTGUN!*

DON'T YOU THINK THAT MEANS YOU SHOULDN'T JUST *STAND THERE AND JUST WATCH ME GET BLOWN AWAY?*

HEY-- HE'S ***RIGHT!*** YOU'RE NOT MOVIN' AT ALL! YOU'D BE A REAL ***EASY*** TARGET!

MY-- YOU'RE A REGULAR ***AMMO EINSTEIN!*** AND HERE I THOUGHT EVERYTHING I SAID...

...WENT RIGHT OVER YOUR ***HEAD!***

HEY! YOU'RE NOT GETTIN' AWAY FROM ME ***THAT*** EASILY!

OH

YES

I AM!

BRATATATATATATAT

YOU GOT A GOOD ***REASON*** FOR ALL THIS...

...BESIDES ***TEMPORARY INSANITY,*** I MEAN?

CHOW

CHEW

TOWW

TUWW

KOWW

KEWW

I NEEDED YOU TO HELP FIND OUT HIS ***LIMITATIONS,*** SPIDEY.

UNFORTUNATELY, OUR FIENDISH FOE HAD AN ***INDEPENDENT THOUGHT*** JUST AS I WAS ABOUT TO MAKE MY MOVE.

BUT DON'T WORRY--I'VE GOT A ***PLAN!***

NOW I'M WORRIED! BUT ON THE ***OFF-CHANCE*** IT ACTUALLY MAKES ***SENSE...***

"... WHAT *IS* IT?!"

RUN! RUN FOR YOUR LIFE!

HA! YOU WILL *HAVE* NO LIFE--

--ONCE YOU ARE *DEAD!*

KRAAAM

KBLAM

NGH!

WUMP

KINDA LIKE KRAVEN THE HUNTER BRAGGING HE SHOT A LION-SKIN *RUG!*

DON'T YOU THINK YOUR BASIC CRIME BOSS'D BE MORE IMPRESSED IF YOU TOOK OUT A LIVIN' LEAPIN' LEGEND LIKE *SPIDER-MAN?*

STILL *BREATHING!* I BET A FEW HUNDRED *BULLETS* WILL STOP THAT!

Oh, THAT'LL LOOK *REAL* GOOD ON YOUR RESUME-- "KILLED UNCONSCIOUS SUPER HERO."

NO. BUT I THINK THEY'D BE REAL IMPRESSED IF I DID YOU ***BOTH!***

WELL... PROBLEM WITH THAT IS IT... *Uhh...* IT REALLY RUINS OUR PLAN TO STOP ***YOU***--

LIKE THIS!

ROBINMOSER FITNESS CENTERS

THWIPP

BRATATATAT

BCHOOM

SPRESH

Whaaaa--!

GHEH!

UNG! AND TO THINK PEOPLE PAY BIG BUCKS FOR AMUSEMENT PARK RIDES THAT AREN'T HALF AS LIFE-THREATENING!

WELL, LOOKS LIKE THE EXCITEMENT WAS TOO MUCH FOR MR. SHOOTER, AND IF THERE'S ANY JUSTICE IN THE WORLD, DARE-DEVIL IS--

--UP HERE, SPIDEY--HIGH AND DRY!

WASN'T THE PLAN TO GET OUT OF THE WAY ONCE YOU TRICKED HIM INTO BLASTING THE WATERTOWER?

WE COULD ALWAYS REVIVE HIM AND TRY IT AGAIN...

Y'KNOW WHAT, D.D.?

YOU'RE DESPICABLE!

Hmmm... "THE DESPICABLE DAREDEVIL"--ALWAYS WANTED AN ADJECTIVE FOR MY NAME!

AND SOMEONE'S ALREADY TAKEN ALL THE GOOD ONES LIKE "AMAZING", "SPECTACULAR", "SENSATIONAL"...

LISTEN... IF IT MAKES YOU FEEL BETTER, I KNEW YOUR SPIDER-SPEED WOULD KEEP YOU AHEAD OF THOSE BULLETS.

AND IF IT DIDN'T... WELL, SPIDERS HAVE EIGHT LIVES, RIGHT?

EIGHT LEGS! SPIDERS HAVE EIGHT LEGS--ONE LIFE!

Y'KNOW, IF I HAD ANY SENSE, I'D HIDE EVERY TIME I SAW YOU! IT'D MAKE MY LIFE A WHOLE LOT EASIER!

'COURSE, THEN YOU NEVER WOULD'VE BEEN ABLE TO DISTRACT THE SHOOTER.

AND YOU WOULD'VE MISSED ONE GREAT CHILI-DOG!

COME TO THINK OF IT-- THAT'S HOW YOU KNOW I'M A TRUE FRIEND, SPIDEY. I SHARE THE GOOD TIMES...

"...AND THE BAD."

MASON

PLEASE-- WITH WHAT I'M *PAYING* YOU, YOU CAN AFFORD ANYTHING EXCEPT *EXCUSES!*

MY NEW LAW OFFICE *WILL* BE OPEN AND READY FOR BUSINESS WITHIN THE WEEK...

... OR THE FIRST LAWSUIT I FILE IN THIS STATE MAY WELL BE AGAINST *YOUR COMPANY,* GENTLEMEN!

CONSIDER THIS *ROSALIND SHARPE'S* LITTLE *PEP TALK* TO GIVE YOU THE *PROPER* MOTIVATION.

EXCUSE ME-- *MS. SHARPE?*

IS MS. SHARPE HERE?

MS. SHARPE?

THAT'S STRANGE I COULD'VE *SWORN* I HEARD HER VOICE WHILE I WAS IN THE ELEVATOR AND I CAN STILL SMELL HER *PERFUME...*

Oh--MATTHEW! I'M AFRAID I WAS STUDYING SOME BLUEPRINTS AND DIDN'T HEAR YOU COME IN!

WHAT BRINGS YOU BY? GOOD NEWS, I HOPE.

I THINK YOU COULD SAY THAT.

I'VE DECIDED TO ACCEPT YOUR OFFER, MS. SHARPE-- FOGGY AND I WILL JOIN YOUR FIRM.

I NEED MY OFFICE TO BE AWAY FROM THE HEAVILY TRAFFICKED AREAS, OF COURSE...

...AND FOGGY CAN NEVER FIND OUT THAT HIS PARTNERSHIP HINGED ON MY ACCEPTANCE!

DO WE HAVE AN AGREEMENT?

SHE'S PLAYING ANOTHER ONE OF HER GAMES.

TOO BAD SHE DOESN'T KNOW ABOUT MY RADAR SENSE.

MS. SHARPE?

MS. SHARPE, I KNOW YOU'RE STILL THERE.

I'LL ALWAYS BE THERE, COUNSELOR- RIGHT BEHIND YOU!

WELCOME TO THE FIRM!

YOU MADE THE RIGHT CHOICE, MATTHEW.

YOU'RE ONE OF THE ***BEST*** LAWYERS I'VE EVER SEEN... BUT YOU MORE THAN ANYONE NEED SOMEONE TO WATCH YOUR BACK...

...SOMEONE A LITTLE MORE ***CAPABLE*** THAN FRANKLIN NELSON.

REMEMBER--THE LAW CAN BE A ***VICIOUS*** BUSINESS IF YOU GET ON THE ***WRONG*** SIDE OF CERTAIN PEOPLE.

I KNOW ***EXACTLY*** WHAT YOU MEAN, MS. SHARPE. THANKS FOR THE ADVICE.

NOW IF YOU'LL ***EXCUSE*** ME...

OH!!

WHAK

I'M SORRY, MS. SHARPE. I MUST'VE ***MISJUDGED*** WHERE YOU WERE STANDING.

MAYBE YOU SHOULD LEARN TO STAY OUT OF MY ***WAY.***

DON'T WORRY, MR. MURDOCK.

REST ASSURED I'LL ***NEVER*** FORGET THIS LITTLE LESSON!

OH, ONE LAST THING...

PERHAPS I ACTED A BIT ***PREMATURELY,*** BUT WITH THE ***STRONG*** FEELING YOU ***WOULD*** ACCEPT MY OFFER...

...I TOOK THE LIBERTY OF RECRUITING YOUR ***FIRST CLIENT*** AS A ***JUNIOR*** PARTNER IN THE FIRM OF SHARPE, NELSON AND MURDOCK.

I'M SURE YOU'VE ***HEARD*** OF HIM. HE'S BEEN IN ***ALL*** THE HEADLINES RECENTLY...

--WANT TO SEE MY LAWYER AND I WANT HIM HERE NOW!

I WAS TOLD HE'D GET ME ACQUITTED OF ALL CHARGES!

I WAS PROMISED THAT MATTHEW MURDOCK COULD CONVINCE ANY JURY THAT HYDE WAS INNOCENT OF MURDER!

CONTINUED !

MARVEL COMICS

SPIDER-MAN

JULY '96 70

SPIDER-MAN

APPROVED BY THE COMICS CODE AUTHORITY

WHO IS THE NEW CRIMELORD OF NEW YORK?

JRJR+AW

WHEN **WILSON** FISK FELL FROM HIS POSITION AS THE **KINGPIN** OF **CRIME**, THERE WAS A VOID LEFT BEHIND IN THE NEW YORK UNDERWORLD.

THIS IS THE FACE OF THE MAN DETERMINED TO FILL THAT VOID.

THOSE WHO DARE SPEAK OF HIM AT ALL, SPEAK IN HUSHED, SECRETIVE VOICES AND SIMPLY CALL HIM **FORTUNATO**.

ALL LIVE IN FEAR OF HIS WITHERING GAZE.

BUT HE INSISTS THAT HE IS A SIMPLE WORKING MAN... A GROCER IN THIS QUIET MANHATTAN NEIGHBORHOOD.

FORTUNATO IS CONTENT TO SIT IN HIS STORE, WITH HIS PET WOLF **ANGEL** AT HIS SIDE, AND WIND DOWN THE FINAL YEARS OF HIS LIFE.

HE CLAIMS NO QUEST FOR POWER, NO CRIMINAL TIES.

GROCERIES
HOME MADE RAVIOLI
34

BUT, MY FRIENDS...

... HE LIES.

FOR IT IS HERE, UNDER HIS WORKMAN'S GUISE, THAT FORTUNATO OVERSEES THE MOST RUTHLESS CRIME ORGANIZATION TO EVER HIT THE CITY.

HIS ARMY OF STREET SOLDIERS GROWS STRONGER WITH EVERY PASSING DAY.

THE ONCE QUIET FAMILY NEIGHBORHOOD IS UNDERGOING A TRANSFORMATION.

HI-TECH WEAPONS AND MACHINERY FILL THE ROOFTOPS.

CLOAKING DEVICES MASK IT ALL FROM THOSE ABOVE AND BELOW.

THE POLICE DO NOT KNOW OF HIS EXISTENCE.

AND, IF THEY DID, THEY WOULD FIND THEMSELVES OUTMANNED AND OUTGUNNED.

FORTUNATO'S CONTACTS GO FAR AND WIDE. HE IS PERFORMING A SERVICE FOR A VERY POWERFUL CONSORTIUM.

STAN LEE presents

SPIDER-MAN in

HIS GIVEN NAME IS PETER PARKER. WHILE IN HIGH SCHOOL, HE WAS BITTEN BY A RADIOACTIVE SPIDER AND ENDOWED WITH AMAZING POWERS, WHICH HE HAS SINCE USED TO PROTECT THE INNOCENT AND BATTLE EVIL. NOW HE CALLS HIMSELF BEN REILLY, AND AS A COSTUMED CRIMEFIGHTER, HE CONTINUES HIS CRUSADE... FOR HE UNDERSTANDS THAT WITH GREAT POWER COMES GREAT RESPONSIBILITY!

ABOVE IT ALL

JOHN ROMITA, JR. art & story

& HOWARD MACKIE

KEVIN TINSLEY colors

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RALPH MACCHIO editor

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...ONE WHICH WANTS HIM TO SUCCEED AS THE OVERLORD OF THE NEW YORK CITY CRIME SCENE.

HIS TIME IS COMING.

FEAR HIM.

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MEANWHILE, ACROSS MILES OF ROOFTOPS, WE FIND **BEN URICH** AND **PETER PARKER**, OF THE NEW YORK DAILY BUGLE, IN ANOTHER PART OF THE CITY.

ARE YOU GOING TO JUMP OR NOT, KID?

Oh, C'MON! LOOK AT YOU SHAKIN' LIKE A LEAF THERE, KID!

I'M AN OLD MAN AND I DID IT!

IF I'D KNOWN YOU HAD A THING ABOUT HEIGHTS, I NEVER WOULD HAVE LET YOU COME ALONG ON THIS ASSIGNMENT, PETER!

C'MON AND JUMP ALREADY!

I'M JUST ABOUT...

...READY?

NO, DON'T LOOK DOWN, KID!

TRUST ME, JUST CLOSE YOUR EYES AND JUMP. I'VE DONE THIS A HUNDRED TIMES BEFORE.

DON'T BE SCARED... JUST JUMP.

DON'T BE SCARED...

...JUST JUMP...

I'VE DONE THIS A HUNDRED TIMES BEFORE, TOO.

BUT THAT WAS THEN! BEFORE I LOST MY SPIDER-POWERS.

NOW I HAVE TO RELY ON THE SPECTACULAR POWERS OF OLD PUNY PARKER.

SEE SPIDER-MAN: THE FINAL ADVENTURE -- Final Ralf.

YOU GOT IT, KID. YOU'RE A NATURAL.

STUFF LIKE THIS MAKES ME WISH I'D PAID MORE ATTENTION TO THE WAY GUYS LIKE FLASH THOMPSON DID THE BROAD JUMP BACK IN HIGH SCHOOL.

WHOOPS!

GOTCHA'!

PLEASE, PETER, I DON'T WANT TO HAVE TO EXPLAIN TO THAT BEAUTIFUL WIFE OF YOURS WHY YOU DID A SWAN DIVE FROM TEN STORIES UP.

COME ON, WE'VE WASTED ENOUGH TIME.

MY SOURCES SAY A HIGH-LEVEL MEETING BETWEEN RIVAL CRIME FAMILIES IS GOING TO BE TAKING PLACE IN THIS BUILDING IN EXACTLY TWO MINUTES.

WHY DID YOU INSIST ON COMING OUT INTO THE FIELD, PETE?

WITH THE NEW JOB AT THE BUGLE YOU COULD HAVE GIVEN THE ASSIGNMENT TO ONE OF THE HOT-SHOT FREELANCERS.

GUESS I FELT THE NEED TO GET IN THE THICK OF THINGS AGAIN.

JUST TRY TO FOLLOW MY LEAD AND STAY OUT OF THE WAY.

IF WE GET DISCOVERED BY ***THESE*** GUYS... YOU MAY WISH I ***HADN'T*** CAUGHT YOU UP THERE.

THE DAILY GRIND...

... WHERE WE FIND **BEN REILLY**, A.K.A. THE SPECTACULAR SPIDER-MAN, GOING HOME AFTER A LONG DAY'S WORK.

GRIND

DAN

SEE YOU FIRST THING IN THE MORNING, BEN.

I'LL BE HERE, SHIRLEY.

MAN, DOES IT FEEL GOOD TO BE BACK IN NEW YORK AND WORKING A RELATIVELY UNEXCITING JOB AFTER FIVE YEARS ON THE ROAD.

I MISSED THIS CITY.

THE SIGHTS...

... THE SOUNDS...

... EVEN THE SMELLS.

BUT MOSTLY I MISSED...

GET OUTTA MY WAY, KID!

AND DO YOURSELF A FAVOR...

... GET AWAY FROM ME ***NOW!***

...THE ***PEOPLE!*** I WAS JUST ABOUT TO THINK THAT I MISSED THE ***PEOPLE*** MOST OF ALL!

SPIDER-SENSE IS GOING CRAZY.

SOMETHING'S ABOUT TO HAPPEN.

THAT CAR. MOVING IN FAST.

GOT TO BE READY FOR --

FWOOMFWOOM

I TOLD YOU TO HAUL TAIL, KID!

NOW JUST STAY THERE AND PLAY DEAD.

YOU *DON'T* WANT TO GET IN THE MIDDLE OF THIS!

RUN, KID!

AND DO YOURSELF A FAVOR...

THOOM THOOM THOOM

...KEEP RUNNING AND FORGET YOU EVER SAW ANY OF THIS!

SORRY, WHOEVER YOU ARE...

... I CAN'T LET THIS HAPPEN.

AT THAT MOMENT, HALF A WORLD AWAY IN HONG KONG...

STACY & CHEUNG
INTERNATIONAL INVESTIGATIONS LTD.

ARTHUR STACY IS A MAN WELL RESPECTED THROUGHOUT THE INTERNATIONAL INTELLIGENCE COMMUNITY.

HE AND HIS PARTNER HAVE PERFORMED SERVICES FOR INDIVIDUALS AND CORPORATIONS AROUND THE WORLD.

THROUGHOUT THE YEARS, ARTHUR HAS USED HIS WORK TO ESCAPE A PAINFUL PAST.

TODAY, THE PAST HAS CAUGHT UP WITH HIM.

SPIDER-MAN.

IT'S BEEN QUITE SOME TIME SINCE I'VE THOUGHT OF HIM, GEORGE...

... AND WHAT HE DID TO YOU, MY BROTHER...

AND YOUR DAUGHTER, GWEN... DEAR, SWEET GWEN.

I PROMISED NANCY THAT I WOULD LET IT REST.

FOR HER SAKE... AND FOR MY CHILDREN.

BUT NOW *MY* CHILDREN ARE GROWN, GEORGE.

AND I HAVEN'T FORGOTTEN.

NEW YORK CITY.

YOU BROUGHT HIGH SPEED FILM, RIGHT, PETER? WE CAN'T AFFORD ANY FLASHES.

I'VE GOT IT UNDER CONTROL, BEN. DON'T WORRY, WHAT COULD GO WRONG?

YOU KNOW... I WASN'T SCARED UNTIL YOU SAID *THAT.*

THEY'RE HERE, *HAMMER-HEAD.*

I GOT EYES, ROCCO, DON'T I?

I ASSUME YOU GENTS BROUGHT THE PREVIOUSLY DISCUSSED FUNDS.

NOW THAT FATMAN FISK IS OUTTA THE PICTURE, I'M GONNA BE RUNNIN' THE RACKETS IN THIS TOWN!

ANYONE WHO WANTS TO DO BUSINESS HERE PAYS *ME* PART OF WHAT THEY TAKE IN. MAKE SURE YOUR BOSS UNDERSTANDS.

HE UNDERSTANDS PERFECTLY.

ROCCO, OPEN IT UP AND MAKE SURE IT'S ALL THERE. AND IF IT AIN'T...

I ASSURE YOU, HAMMER-HEAD, EVERYTHING YOU DESERVE IS PRESENT.

BLAM

JEEZ! DID YOU GET THAT? TELL ME YOU GOT THAT!

I GOT IT, BEN... BUT SHOULDN'T WE DO SOME-THING?

LIKE WHAT, KID..?

"...JUMP DOWN THERE AND PLAY SUPER HERO?

"I DON'T THINK SO, PARKER!"

NICE MOVES. YOU GOONS OUGHTTA BE ON MY PAYROLL. NOW THERE'S NO REASON WE CAN'T TALK ABOUT THIS LIKE *CIVILIZED* PEOPLE.

AS A MATTER OF FACT, THERE IS...

...'CAUSE IN TWO SECONDS YOU'RE NOT GOING TO BE IN MUCH OF A CONDITION TO TALK TO ANYONE.

SONNUVA...

BOSS? AAGH!

SORRY, JOEY, IT'S EVERY MAN FOR HIMSELF.

BUT DON'T WORRY, KIDDO...

... I'LL MAKE THEM PAY!

AAAA

MAKE 'EM ALL ***PAY*** BIG TIME! JUST LIKE IN THE ***OLD DAYS!***

WE WON'T BE PAYING ANYONE ***ANYTHING,*** HAMMER-HEAD!

THOOM THOOM THOOM

IT'S OVER.

AND YOU'RE ONLY THE *FIRST* TO FALL.

THERE'S NO ROOM IN THIS CITY FOR OUTDATED GANGSTERS.

THERE'S A NEW ERA COMING, AND YOU'RE NOT GOING TO SEE IT.

WHAT ARE YOU TRYIN' TO DO -- *TALK* ME INTO MY GRAVE?

FINISH IT. I'M SICK A'YER LOUSY SPEECH!

I CAN'T JUST STAND BY AND WATCH A MAN BE EXECUTED... EVEN A CRIMINAL LIKE *HAMMERHEAD!*

I'VE GOT TO DO SOMETHING... BUT WHAT?

CLIK

FWASH

WHAT THE..? SOMEONE UP THERE WITH A CAMERA!

WHAT WERE YOU THINKING, KID?

I COULDN'T LET THEM KILL HIM, BEN.

YEAH I'M SURE HE'D HAVE DONE THE SAME FOR YOU.

THOOM THOOM

WHAT ABOUT HAMMERHEAD?

THIS IS IMPORTANT. THE ORGANIZATION WILL HAVE OUR HEADS IF THIS MAKES THE PAPERS.

BESIDES, HE ISN'T GOING ANYWHERE.

Oh, I'M LEAVIN', AWRIGHT...

BUT HAMMERHEAD'S COMIN' *BACK* AND THEN THE BLOOD'S *REALLY* GONNA FLOW! YOU PUNKS ARE ON MY *LIST!*

THE OTHER SIDE OF THE CITY.

COME ON, JIMMY, YOU'RE DONE.

THERE'S NO PLACE LEFT TO RUN.

COME OUT AND I'LL PUT A ROUND IN YOUR EAR, QUICK, FOR OLD TIMES' SAKE. WHAT DO YOU SAY?

BUDDA BUDDA BUDDA

WHAT DO I SAY?

I SAY *THIS!*

BOOMBOOMBOOM

FINISH HIM... *NOW!*

BUDDA BUDDA BUDDA

ARGH!

I OFFERED TO MAKE IT EASY ON YOU. WE WERE FRIENDS UNTIL YOU TURNED YOUR BACK ON ALL OF US.

WHY, JIMMY? YOU HAD TO KNOW *HE* WOULDN'T LET YOU WALK AWAY.

NOT *NOW*. NOT WHEN EVERYTHING IS ABOUT TO COME TOGETHER.

QUIT WASTING MY TIME, JOHNNY, AND...

...FINISH IT!

SORRY IT HAD TO END THIS WAY, JIMMY.

AND YOU *SHOULD* BE!

WHO THE --?

"WHO THE --?" NO "WHAT *THE* --?"

TWO POINTS FOR ORIGINALITY, AND THE ANSWER IS...

...YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN!

HANG ON, MY FRIEND, I'LL HAVE YOU OUT OF HERE IN A JIFF AND THEN YOU CAN TELL ME WHAT YOUR PROBLEM IS.

...I AIN'T YOUR *FRIEND!* AND I DIDN'T ASK FOR YOUR *HELP!*

MAYBE YOU MISSED SOMETHING.

I JUST *SAVED* YOUR LIFE.

MY *PROBLEM* IS...

Hooh, BOY!

MEANWHILE...

COME ON, BEN...

...DOESN'T THE EXCITEMENT OF IT ALL MAKE YOU FEEL *YOUNG* AGAIN?

NO, PETER, IT DOESN'T!

IT MAKES ME FEEL *OLD!*

VERY OLD!

AND WITH LITTLE CHANCE OF GETTING OLDER -- THANKS TO A STUNT PULLED BY SOMEONE TOO *YOUNG* TO BE SCARED.

WHAT HAPPENED TO THE GUY WHO WAS AFRAID TO JUMP ACROSS THE ALLEY BEFORE?

I GUESS YOU INSPIRED ME TO BE BRAVER.

LUCKY ME.

THERE'S A CAB, BEN, LET'S GRAB IT.

I AM SORRY. I AM BREAKING FOR COFFEE.

NO... REALLY... YOU *WANT* TO DRIVE US AWAY... *NOW!*

NO... THIS IS NOT A TRUE THING.

Oh, YES IT IS!

PTOOM

AIEEEE!

SLAM

YOU DO KNOW THAT WHEN I'M SURE WE'RE NOT GOING TO BE KILLED... YOU'RE DEAD!

WHATEVER YOU SAY, BEN.

AT THAT MOMENT...

THWAP

THWAP

THWAP

Uh, GUYS...? YOU'RE NOT GOING TO BELIEVE THIS, BUT...

... I'M REALLY NOT UP TO DATE ON THE WHO'S WHO IN THE NEW YORK CITY UNDERWORLD THESE DAYS...

BUDDA

BUDDA

SO I WAS WONDERING...COULD ONE OF YOU CLUE ME IN ON WHO YOU'RE WORKING FOR? AND WHAT THIS IS ALL ABOUT?

OKAY... I'LL TAKE THAT AS A *NO!*

NOW DON'T TRY TO MAKE UP WITH ME LATER.

I *TRIED!*

YOU KNOW, GUYS... SOME SUPER HERO TYPES WOULDN'T BE AS FUN-LOVING AND EASY-GOING AS ME.

SOME WOULDN'T PULL THEIR PUNCHES.

NO, *SIRREE.*

YOU TAKE SOMEONE LIKE ***DAREDEVIL,*** FOR INSTANCE...

HE WOULDN'T JUST SEND YOU TO THE HOSPITAL... YOUR JAWS WOULD BE WIRED SHUT... YOU'D BE EATING OATMEAL FOR THE NEXT MONTH.

BUT NOT ***ME!*** NO... I...

OOPS!

INCOMING!

Wow, BET THAT SMARTS EVEN THROUGH THE KEVLAR MESH, Huh?

YOU KNOW, I *TRIED* TO REASON WITH YOU.

OFFERED TO TALK, MAKE A FEW JOKES AND SETTLE THIS ALL REASONABLE-LIKE, BUT YOU GUYS HAVE TO KEEP PUSHING ME.

SO... HERE'S THE DEAL. I DON'T *CARE* WHAT YOUR DIRTY LITTLE BUSINESS IS!

I'M JUST INTERESTED IN CLEANING IT UP BEFORE SOMEBODY REALLY GETS HURT... LIKE *ME!*

AND WHAT BETTER WAY TO CLEAN IT UP THAN WITH...

...WATER!

YOU'VE GOT TO LOVE MANHATTAN. YOU JUST CAN'T FIND WATER TOWERS LIKE THESE ANYWHERE ELSE IN THE WORLD.

TRUST ME... I'VE LOOKED.

LIKE I NEED THIS.

THE ONLY PEOPLE I'VE EVER TRUSTED ARE TRYING TO KILL ME... MY LEG IS SHOT UP...

...AND NOW ***SPIDER-MAN*** DECIDES TO BE MY ***PAL!***

JUST SHOOT ME NOW AND PUT ME OUT OF MY MISERY.

LEG'S GOING! CAN'T HOLD ON --

THWIP

WHERE ARE ***YOU*** OFF TO, LITTLE BUDDY?

ALL JOKING ASIDE...

...I JUST WANT TO HELP!

I DON'T WANT YOUR HELP!

IF I STILL HAD A GUN, I'D POP YOU MYSELF!

DO YOU HAVE ANY IDEA HOW MANY FRIENDS OF MINE YOU'VE HELPED PUT AWAY?

EITHER ARREST ME OR LEAVE ME ALONE!

WAS IT SOMETHING I SAID?

A VERY SHORT TIME LATER...

FREAKIN' WEB-SLINGIN' SONNUVA--

ARGH!

I'M GONNA BLEED TO DEATH... I CAN'T EVEN WALK MYSELF TO THE HOSPITAL!

LET ME GIVE YOU A HAND THERE.

I THOUGHT I TOLD YOU TO LEAVE ME--

YOU DIDN'T TELL ME *ANYTHING* BUT TO *"HAUL TAIL."*

I HAULED...

...AND NOW I'M BACK.

YOU SAVED MY LIFE BACK THERE. MAYBE I CAN RETURN THE FAVOR.

YEAH... SURE... WHATEVER...

BUT THIS DON'T MEAN WE'RE GONNA BE PICKING OUT NO CURTAINS OR NOTHIN', KID. UNDERSTAND?

"YEAH... SURE... WHATEVER."

FOREST HILLS, QUEENS...

MARY JANE! YOU HOME?

NO, PETER, I'M BRUNCHING ON THE RIVIERA WITH IVANA RIGHT NOW.

OUR STUFF FROM PORTLAND FINALLY ARRIVED.

I'VE BEEN GETTING THINGS IN ORDER ALL DAY.

YOU KNOW, IT JUST FEELS SO RIGHT FOR US TO BE STARTING OUR FAMILY IN MAY'S HOUSE. SHE WOULD HAVE WANTED IT THIS WAY --

MMMPH!

YOU ARE SO RIGHT. EVERYTHING ABOUT THIS MOVE BACK TO THE EAST COAST FEELS SO GOOD... SO PERFECT!

THE HOUSE... THE NEW JOB AT THE BUGLE... THE BABY ON ITS WAY...

... I FEEL HAPPIER THAN I HAVE IN YEARS!

NO MORE SPIDER-MAN POWERS... **OR** RESPONSIBILITIES!

AND TODAY... OUT ON THE JOB WITH BEN URICH... IT WAS SO... SO...

WHAT WAS THAT, PETER?

PETER! WHAT'S WRONG?

NOTHING... I'M FINE... JUST A LITTLE RUN-DOWN FROM ALL THE EXCITEMENT OF TODAY. I'LL BE FINE IN A MINUTE.

YOU'RE BURNING UP! I'M GOING TO CALL A DOCTOR.

NO... REALLY... I'M FINE. JUST GIVE ME A MINUTE AND I'LL...

PETER!

MARY JANE...

... I ...

... LOVE ...

... YOU ...

911? I HAVE AN EMERGENCY! I NEED AN AMBULANCE RIGHT AWAY!

MY HUSBAND IS HAVING A SEIZURE OR SOMETHING --! HE'S NOT BREATHING!

309 AUSTIN AVENUE! FOREST HILLS!

PLEASE...

...HURRY!

THE AMBULANCE IS ON ITS WAY, PETER. NOW I WANT YOU TO LISTEN TO ME.

WHATEVER IT IS THAT'S HAPPENING TO YOU... ***YOU*** FIGHT IT!

DO YOU HEAR ME, PETER... ***FIGHT!***

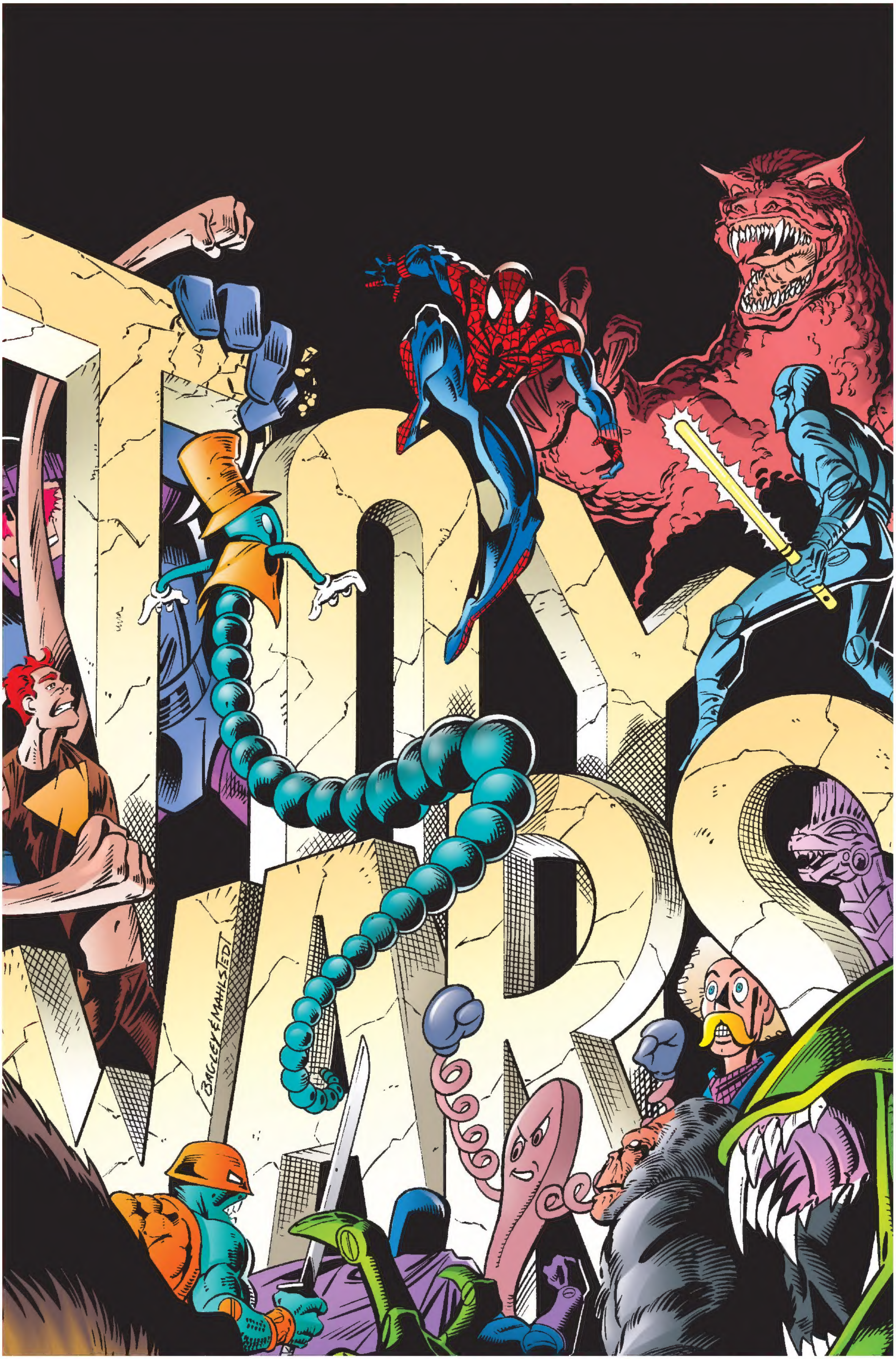
I'M NOT GOING TO LET YOU LEAVE ME AND OUR BABY!

FIGHT, PETER...

... PLEASE?

TO BE CONTINUED IN SPECTACULAR SPIDER-MAN #236!

NEXT ISSUE: HAMMERHEAD'S REVENGE!



AMAZING SPIDER-MAN (1963) #413 EARLY COVER VERSION
BY MARK BAGLEY & LARRY MAHLSTEDT

JRJR
&
BTW

WHO'S THE REAL DEAL?

Just as Ben Reilly settles into his new life as the Amazing Spider-Man, a shadow from the past casts doubt upon his identity. As Ben attempts to discover the ultimate truth surrounding this mystery, Peter Parker continues to adapt to a life without powers. It's the continuing saga of not one but two Spider-Men!

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